

EOD JUN 18 2002

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:

KMART CORPORATION, et al.

Debtors.

Case No. 02-02474

(Jointly Administered)
Chapter 11

Chief Judge Susan Pierson
Sonderby

FILED
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS

JUN 17 2002

APPLICATION FOR FIRST INTERIM ALLOWANCE
OF COMPENSATION OF OTTERBOURG, STEINDLER,
HOUSTON & ROSEN, P.C., COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS

KENNETH S. GARDNER, CLERK
PS REP. - AI

TO: THE HONORABLE JUDGE SUSAN PIERSON SONDERBY
UNITED STATES BANKRUPTCY JUDGE:

Otterbourg, Steindler, Houston & Rosen, P.C. (the "Applicant"), counsel to the
Official Committee of Unsecured Creditors (the "Committee") of Kmart Corporation ("Kmart")
and certain of its domestic subsidiaries and affiliates (collectively, the "Debtors"), respectfully
represents and alleges:

I. INTRODUCTION

1. Applicant, as lead co-counsel to the Committee, makes this Application
for payment of professional fees for services rendered and expenses incurred in its representation

of the Committee pursuant to Sections 330 and 331 of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") and Federal Rule of Bankruptcy Procedure 2016(a).

2. Applicant is a professional corporation of attorneys organized and existing under the laws of the State of New York. Its office is located at 230 Park Avenue, New York, New York 10169. Among Applicant's specialties is the representation of creditors, creditors' committees and trustees in all facets of insolvency related proceedings.

3. Applicant seeks an award of a first interim allowance of compensation in the amount of \$1,155,029.50 for professional services¹ and reimbursement of disbursements in the amount of \$44,829.69. These services were rendered and the disbursements were recorded from January 31, 2002 through April 30, 2002 (the "First Interim Period").

4. Pursuant to the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, entered on January 25, 2002 (the "Administrative Order"), the Debtors were authorized to pay certain professionals, including Applicant, 90% of fees and 100% of disbursements on a monthly basis. During the First Interim Period, Applicant has requested \$1,155,029.50 for professional fees and \$44,829.69² for disbursements of which, as of the date of this Application, \$720,377.10 and \$36,696.08, respectively, has been paid pursuant to the Administrative Order. As of the date of this Application, Applicant is owed \$434,652.40 for professional fees, and \$8,133.61 for

¹ Included in this amount are 2,997.7 hours of professional time and 322.2 hours of paraprofessional time. The blended hourly rate for professionals and paraprofessionals is approximately \$347. The blended hourly rate for professionals only is approximately \$368.

² This amount reflects an increase of \$111.00 billed for telephone charges recorded during the First Interim Period that were not previously billed in any of our monthly statements. This amount also includes a voluntary reduction of \$1,267.71 from the amounts requested in Applicant's monthly statements for expenses related to "Travel - Out of Town Lodging, Etc." for expenses billed on February 7 and 15, March 15 and 22 and April 29, 2002.

disbursements incurred during the First Interim Period, which amounts have not yet been paid.

Assuming the current monthly fees and disbursements that are outstanding are paid at the authorized 90% and 100% rates, Applicant will be owed at the time of the hearing, \$114,346.24 representing the "holdback" amounts, minus the expense adjustment previously detailed.

5. In consultation with the United States Trustee's Office and the Debtors, the Debtors, the Committee, the Official Financial Institutions' Committee (the "Finance Committee") and the Office of the United States Trustee (the "U.S. Trustee") have agreed to form a Joint Fee Review Committee (the "JFRC") comprised of a member of the Committee, a member of the Finance Committee, a member of the newly formed Equity Committee, three (3) representatives of the Debtors, and a representative of the Office of the United States Trustee. The JFRC will review the interim fee applications that are filed and attempt to address any issues relating to fees in advance of the objection deadline and file a report with the Court regarding the fee applications. To further one of the goals of the JFRC (e.g. to avoid unnecessary expense), the JFRC has agreed that interim fee applications will be filed in an abbreviated format. Applicant has filed this interim application in such an abbreviated format in accordance with the agreement of the JFRC.

6. During the First Interim Period, the services performed by the Applicant were extensive and of great benefit to the Committee and the estate. As a result of Applicant's guidance, the Committee was able to promptly address the myriad of complex issues arising in these "super-mega" chapter 11 cases in order to give the Debtors the opportunity to reorganize its business in a manner that preserves value for the Debtors and its creditors. Applicant has worked closely with the Debtors to resolve issues on a consensual basis, when possible, without mirroring the cases in unnecessary and costly litigation which would have diverted the Debtors' efforts

from the operation and reorganization of their businesses. The services performed by Applicant included, among others, the following:

- a. extensive review, analysis and negotiation with the Debtors regarding the Debtors' hiring of senior management and the payment of severance, retention and other bonuses to key personnel, in order to ensure that the Debtors' compensation policies were appropriate, did not waste the assets of the estate and to determine, among other things, whether there is a basis for recovery of amounts already paid to employees;
- b. analysis of detailed financial information regarding the financial and business operations of the Debtors, provided by the Debtors and their advisors, and the financial advisors to the Committee, KPMG LLP ("KPMG"), to enable Applicant to closely monitor the Debtors' operations and appropriately advise the Committee;
- c. review, analysis and negotiation with the Debtors, landlords and others regarding the Debtors' real estate issues, including the Debtors' plan to close unprofitable stores, the Debtors' rejection or assumption and assignment of certain leases and their request for an extension of time to assume or reject leases, in order to determine if the Debtors' actions were in the best interest of the estates and their creditors; as well as active participation in the disposal of the two hundred and eighty-three (283) stores the Debtors determined to close;
- d. attention to various vendor related issues, including an extensive analysis of the Debtors' consignment program and proposed payments to consignment vendors, in order to determine if such proposed payments were appropriate; and review and negotiation of the Debtors' procedures with respect to reclamation claims;

e. review and analysis of the Debtors' DIP financing facility and proposed Grant of Trade Credit Lien Program and negotiation of revisions to such documents in order to protect the interests of creditors;

f. analysis and discussions with the Debtors and the Debtors' counsel regarding the various investigations of the Debtors, including investigations by the SEC, the Debtors and the U.S. Attorney's Office relating to, among other things, the Debtors' accounting practices and allegations of wrongdoing by management;

g. extensive review and analysis of the numerous applications submitted to the Court with respect to these cases and preparation for and attendance at hearings on such applications; and

h. communications with members of the Committee, their representatives and counsel, the Committee's Co-Chairpersons, and the financial advisors on issues relating to these cases and preparation for and attendance at numerous meetings and conference calls of the Committee.

II. BACKGROUND

7. On January 22, 2002 (the "Petition Date"), Kmart and thirty seven (37) of its affiliates filed voluntary petitions in this Court for reorganization relief under Chapter 11 of the Bankruptcy Code. The Court, on the Petition Date, entered an order for the joint administration of these cases. Kmart and its affiliates have continued in the operation of their businesses and in possession of their properties as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed and a plan of reorganization has not been proposed.

8. As of the Petition Date, the Debtors were the nation's second largest discount retailer and the third largest general merchandise retailer with more than 2100 stores in all 50 United States, Puerto Rico, the U.S. Virgin Islands and Guam. Kmart is considered one of the top employers in the United States with approximately \$5.2 billion in annual payroll and benefits and has approximately 240,525 associates worldwide. In addition, Kmart has relationships with more than 4,000 vendors worldwide and is one of the country's largest purchasers of products. According to the Debtors' recently filed 10-K, for the year ending January 30, 2002, Kmart had sales of approximately \$36.1 billion and approximately \$14.2 billion of assets and \$10.8 billion of liabilities. The Debtors' bankruptcy filing is considered by many to be the largest "retail" bankruptcy filing in the history of the United States.

9. The Committee was formed by the U.S. Trustee on January 31, 2002. The thirteen (13) member Committee includes representatives of a broad spectrum of the Debtors' unsecured creditors, including (i) vendors of hard goods, video and electronics, and food; (ii) a landlord; (iii) a factor of accounts receivable; and (iv) a governmental regulatory agency. The Committee acts as a fiduciary for holders of unsecured debt in excess of \$4 billion.

10. In addition to the formation of the Committee, the U.S. Trustee on January 31, 2002 also formed the Finance Committee consisting of seven (7) financial institutions holding unsecured debt under various prepetition credit facilities. The Finance Committee designation was subsequently amended, on March 22, 2002, to reflect the resignation of HSBC Bank USA as a member of the Finance Committee, thereby reducing the number of members to six (6).

11. Pursuant to an Order entered on March 6, 2002, the Court approved the employment of Applicant as lead co-counsel to the Committee effective as of January 31, 2002.

III. PROFESSIONAL SERVICES RENDERED

12. In order to assist the Court, the Debtors, the U.S. Trustee and other parties in interest in evaluating this Application for compensation, annexed hereto as Exhibit "A" is a summary sheet of the attorneys and paraprofessionals working on this case and their corresponding initials, billing rates and the number of hours incurred by each. Annexed hereto as Exhibit "B" is a summary sheet that identifies the services performed by Applicant's professionals and paraprofessionals categorized into "project codes" that group time entries by subject area, together with Applicant's computerized time records, also grouped by project code. In addition, annexed hereto as Exhibit "C" is a summary sheet providing a list of each attorney and paraprofessional that billed to a specific project code, along with the total amount of hours and fees incurred under that project code by that attorney or paraprofessional. Under certain circumstances, more than one attorney attended the same hearing or conference or worked on the same matter. Given the size of this case and complexity of the issues involved, this coordination of effort was necessary. Attendance at hearings and conferences by more than one attorney was often necessary and the attorneys present at those hearings and conferences actively participated or otherwise were involved in specific aspects of matters addressed. Applicant was also careful to avoid multiple billing for intraoffice conferences. In addition, the many responsibilities were delegated among the various professionals working on this case and Applicant made every effort to limit the participation of multiple attorneys to avoid duplication of activities performed.

13. Additionally, a computerized printout of Applicant's disbursements necessarily incurred in the performance of Applicant's duties as counsel to the Committee is annexed hereto as Exhibit "D".

14. Set forth below, is a brief recitation of certain of the professional services rendered by Applicant in the First Interim Period. As the Court is familiar with the issues that have arisen in these cases, the following presentation is not intended to be a complete statement of all professional services rendered, but serves only to list certain of the services of major importance, grouped by project code, rendered by Applicant during the First Interim Period.

a. Review of Financial Information/Business Operations

(\$140,171.00).

Surety Program

Applicant, with the assistance of KPMG, reviewed, analyzed and summarized a myriad of documents related to the Debtors' business and financial operations including, but not limited to, (i) the Debtors' securities filings, (ii) weekly flash reports on operations; (iii) monthly operating reports; and (iv) various motions related to the Debtors' finances, including the Motion for Entry of an Order (I) Approving Settlement of Surety-Related Claims; (II) Authorizing Continuation of Surety Bond Program; (III) Approving Extension of Secured Surety Credit; (IV) Granting Liens and Super Priority Administrative Expense Claims; (V) Providing Adequate Protection; and (VI) Shortening Notice. Prior to the bankruptcy filing, several of the Debtors' sureties had notified the Debtors that they were cancelling their surety bonds. Postpetition, the Debtors considered various options to remedy the potential loss of their surety bonds and actively negotiated with their sureties to create a new surety bond program. Applicant recognized the importance of the Debtors' surety bond program and was actively involved in the negotiation of such program in bankruptcy, while also attempting to limit the potential administrative liabilities as a result of the new program. Maintaining a surety program was critical so as to avoid the unquantifiable cost of seeking insurance in the secondary markets. A program was ultimately approved on March 21,

2002, which will assure that the Debtors have a surety program going forward at a cost considerably less than the Debtors' other options.

License Agreements

The Debtors have maintained that the assumption of their key licensing agreements (the "License Agreements") are critical to the success of their reorganizations. Accordingly, on February 28, 2002, the Debtors filed five (5) separate motions seeking the assumption of the following License Agreements (i) MSO IP Holdings Inc. (Martha Stewart); (ii) Disney Enterprises, Inc.; (iii) GH Products Inc. (Jaclyn Smith); (iv) Joe Boxer Licensing, LLC; and (v) Kathy Ireland World Wide, LLC. Applicant, together with the Committee and KPMG, engaged in a thorough analysis of each License Agreement to understand their terms and conditions in order to determine if assumption of the License Agreements would be beneficial to the Debtors and the potential administrative expense that the Debtors were incurring as a result of the assumptions. Applicant, like the Debtors, ultimately concluded that the assumption of these License Agreements was in the best interest of the Debtors and the Debtors' estates. On March 20, 2002, the Court entered five (5) orders authorizing the Debtors to assume each of the License Agreements.

Penske Corp.

During the First Interim Period, Penske Corp. ("Penske") and the Debtors were engaged in negotiations for an orderly wind down of the Penske Auto Centers located in several of the Debtors' stores. During such negotiations, without any advance notice to the Debtors, on Saturday, April 6, 2002, the Board of Directors of Penske directed the closure of approximately 550 service center operations. The Debtors immediately sought and obtained a temporary restraining order from the Court to prevent the closures, but most of the centers were nevertheless

closed. Hearings on the matter continued on April 8-9, 2002 and the two sides engaged in negotiations to reach a global settlement of all amounts owed and claims that each might assert against the other. Applicant closely monitored the situation, discussed settlement proposals with the Debtors' counsel, coordinated pleading activity and agreed with the Debtors' counsel that an orderly closing of the Penske service centers was necessary. Applicant reviewed the agreements entered into between Penske and the Debtors, as well as the filed pleadings and participated in several phone calls and conferences regarding the settlement. Applicant kept the Committee informed throughout the entire situation.

Kmart of Michigan, Inc.

Applicant has begun to closely analyze the relationship between Kmart and one of its subsidiaries, Kmart of Michigan, Inc. ("Kmart of Michigan"), namely, the transference of certain intellectual property rights to Kmart of Michigan and the execution of certain guarantees by Kmart of Michigan related to certain prepetition financing facilities. In connection with the issues involving Kmart of Michigan, Applicant has (i) reviewed several documents, provided by the Debtors and Debtors' counsel, including the corporate documents of each party involved, as well as the transaction documents; (ii) had several discussions with the Debtors, KPMG and creditors regarding the issues involved; (iii) conducted research on several topics related to the transaction between the parties, including research on Michigan corporate law; (iv) reviewed similar issues from other bankruptcy cases; and (v) wrote memoranda in connection with this matter. Applicant has and continues to keep the Committee informed on the issues and latest developments involving this relationship, which may prove to be an important issue in these cases.

Additionally, Applicant had and continues to engage in discussions with the Debtors and their counsel regarding the Committee's concerns with respect to the Debtors' earnings projections and the effect on potential distribution to unsecured creditors.

b. Employee Benefits/Pension/General Labor (\$229,863.00). At the outset of the Debtors' cases, the Debtors filed several motions with respect to employee related issues, including, but not limited to, (i) Motion Authorizing the Debtors to Assume Certain Services Agreement with Non-Executive Chairman; (ii) Motion for an Order Authorizing the Debtors to Assume the Certain Employment Agreements with Senior Management Employees; and (iii) Motion for an Order Authorizing Debtors to Implement a Key Employee Retention Plan (the "KERP Motion").

KERP Motion

It is often critical at the beginning of a bankruptcy case, when there is considerable uncertainty among the employees, to implement a program designed to provide economic incentive to employees for them to remain with the company during the reorganization process. The Debtors sought to implement such a program by way of the KERP Motion (the "Employee Retention Program"). Applicant performed an extensive review and analysis of the Employee Retention Program and had several conference calls and meetings with KPMG to thoroughly understand the economic ramifications of the Employee Retention Program and compare it to the programs of similar companies. Together with KPMG, Applicant made recommendations to the Committee on ways to improve the Employee Retention Program. The recommendations were designed to preserve the estates' assets, while still providing adequate economic incentive to the Debtors' employees, particularly the mid and lower level employees who are critical to any retailer and are at a significant risk of departure. Applicant thereafter engaged in extensive

negotiations with the Debtors' advisors, including several conference calls and in person meetings to discuss the Committee's concerns and recommendations. The result of these extensive negotiations was a modified plan that substantially reduced payments under the program, while still providing substantial economic incentives to the Debtors' employees. The Employee Retention Program was approved by Orders dated March 6, 2002, March 20, 2002 and April 23, 2002.

Chief Executive Officer

Another key concern of the Debtors in attempting to stabilize their businesses, was the retention of senior management to lead the companies through their reorganizations. Prior to the Petition Date, the Debtors entered into employment agreements with certain senior management members and with James B. Adamson ("Adamson"), the then non-executive chairman of Kmart's Board of Directors. The Debtors sought Court approval to assume these agreements by a motion dated January 22, 2002. During the first few months of the cases, the Debtors also terminated the employment of many of their top executives, including certain of those whose agreements they initially sought to assume, and filed subsequent motions for authority to enter into postpetition employment agreements with new executives, including the selection of Adamson as CEO. Applicant performed an in depth analysis of the proposed employment agreements, paying particular attention to the compensation provisions for certain executives, including, Adamson, Julian C. Day, and Jay Alix and Associates. Applicant compared the compensation packages for such executives with compensation packages of other executives in the industry, particularly similar retail chapter 11 cases in which Applicant had been involved in, and reviewed the roles to be held by each executive and the potential value they may add to the estate. In connection with Applicant's review of the employment agreements, Applicant had frequent conference calls and

meetings with KPMG, the Debtors and the Debtors' advisors regarding the agreements, as well as the Debtors' vision with respect to their management team. Applicant also met and spoke frequently with the Committee's Employee Compensation Subcommittee and the full Committee, keeping them apprised of management issues, and helping them to formulate recommendations to be made to the Debtors. Applicant presented the Committee's recommendations to the Debtors, and although negotiations were contentious, Applicant and Debtors were ultimately able to amicably resolve these issues. As a result of the negotiations, the Debtors made substantial modifications to the employment agreements, incorporating almost all of the Committee's key recommendations. The overall compensation for the senior management team, namely Adamson, was substantially reduced, compensation was more closely tied to the outcome of the case and recovery for creditors, and is more aligned with similarly situated executives. Certain of the modifications made to Adamson's contract, at the Committee's recommendation, included, *inter alia*, (i) the removal of a letter of credit ensuring that contractual payments will be made; (ii) removal of language indemnifying Adamson postpetition for any prepetition actions or omissions; and (iii) the elimination of the provision relating to separate success payments. A modified motion to retain Adamson was filed on April 3, 2002 for hearing at the April 23-24, 2002 Omnibus Hearing. At the Hearing, the Court stated that the postpetition employment agreements did not require court approval and the Debtors were allowed, in their business discretion, to enter into such postpetition contracts.

Loans

Prior to the Petition Date, the Debtors provided loans to a number of executives, which included loan forgiveness provisions (the "Loans"). The Loans were designed to act as retention bonuses, as such Loans would be forgiven if the executive remained with the company for a

specified period of time. Given the cost of the Loans and the fact that numerous recipients were terminated postpetition, potentially resulting in automatic forgiveness of the Loans, the Committee desired to understand the history, reasoning and economic consequences of the Loan program. Applicant reviewed the numerous loan documents, relevant employment agreements and Board minutes, researched loan forgiveness issues, and consulted with the Committee's financial advisors and the Debtors' professionals to determine the effect of the Loans on the estates. In connection with this review, Applicant met with KPMG in Chicago, on April 23, 2002, to review the documentation received from the Debtors and summarize the history of the Loan program and the economics of the program for the Committee. Applicant reported its findings to the Committee and continues to evaluate, in conjunction with the Debtors, issues related to the loan program.

c. Investigatory Work (\$164,281.00). At the start of this case, Applicant expended a considerable amount of time reviewing and summarizing the Debtors' voluminous first day motions and consulted with Debtors' counsel to address the various issues that arose and, where applicable, negotiated revisions to the proposed orders.

Omnibus Hearings

During the First Interim Period, the Court scheduled four (4) Omnibus Hearings: February 13, 2002, March 6, 2002, March 20, 2002 and April 23-24, 2002. Applicant spent a significant amount of time preparing for the Omnibus Hearings by reviewing and summarizing all of the pleadings filed in connection with the Omnibus Hearings. Applicant had several discussions with Debtors' counsel to address various issues related to the Omnibus Hearings. Also billed under this project code is the travel and attendance at the Omnibus Hearings. Applicant bills half of its

time for non-working travel. Applicant also reviewed and summarized the orders entered by this Court in connection with the Omnibus Hearings.

Equity Committee

Also, during this period, Ronald Burkle ("Burkle") sent a letter to the U.S. Trustee and filed a motion requesting the appointment of an official equity security holders committee. Applicant reviewed and analyzed the motion filed by Burkle seeking the appointment of an equity committee, spoke to the Debtors to ascertain its position with respect to such request and communicated with the Committee and the U.S. Trustee regarding issues raised by Burkle's request, including the potential increase in costs to the estate. Applicant also researched issues that arose in connection with Mr. Burkle's request, including issues relating to the standards for appointment and factors utilized by Courts in determining the need for such appointment. The U.S. Trustee has recently determined to appoint an equity committee in these cases. The first meeting of the equity committee will be held on June 14, 2002.

Confidentiality Agreement

Applicant also devoted time to the review and negotiation of the Confidentiality Agreement proposed by the Debtors for use by the Committee and numerous discussions with Committee members and their counsel regarding the Agreement.

Miscellaneous

In addition, under this project code, Applicant communicated with creditors concerning the formation of the Committee, reviewed periodic press releases by the Debtors and articles about the Debtors, and kept apprised of issues before the Court by reviewing the Court docket.

d. Debtor-in-Possession Financing (\$36,409.50). On the Petition Date, the Debtors filed a Motion for Interim and Final Order Authorizing Debtors to Obtain Postpetition Financing Pursuant to 11 U.S.C. 105, 361, 362, 264(c)(2) and 364(c)(3), and Scheduling Final Hearing Pursuant to Fed.R.Bankr.P. 4001(c). This Court entered an interim order (the "Interim Order") authorizing the Debtors to obtain post-petition financing, in the amount of \$1.1 billion, from a group of syndicated lenders (the "Syndicated Lenders") and scheduled a final hearing, pursuant to Bankruptcy Rule 4001(c), to approve the financing on a permanent basis for March 6, 2002.

After the appointment of the Committee, Applicant immediately analyzed the terms and conditions of the Debtors' post-petition financing agreement (the "DIP Agreement"). Applicant also reviewed the Interim Order, proposed Final Order and various objections to the DIP Agreement and reported its findings to the Committee. Applicant participated in further discussions between the Debtors and the Syndicated Lenders to ensure that any Committee concerns would be addressed and was successful in obtaining concessions beneficial to the Debtors' unsecured creditors. On March 6, 2002, this Court entered a Final Order (I) Authorizing Debtors to Obtain Post-Petition Financing Pursuant to 11 USC sections 105, 361, 362, 363, 364(c)(1), 364(c)(2) and 364(c)(4), (II) Granting Adequate Protection to Pre-Petition Secured Parties for Setoff Rights Pursuant to 11 USC sections 361, 362, and 363 and (III) Approving Secured Inventory Trade Credit Program and Granting of Subordinate Liens Pursuant to 11 USC sections 105 and 364(c)(3).

Grant of Trade Creditor Lien Program

In addition, the Debtors proposed a Grant of Trade Creditor Lien Program, whereby the Debtors, under specified conditions, were authorized to grant a subordinated lien to each approved

trade creditor to secure amounts arising from shipments made by such approved trade creditor from and after January 22, 2002. Applicant closely analyzed the documents related to the Grant of Trade Creditor Lien Program and worked with the Debtors and Debtors' counsel to improve the terms of the program to make them more attractive to trade creditors.

During the pendency of this case, Applicant, with the assistance of KPMG, has continued to monitor the Debtors' financial condition and performance in connection with the financial covenants set forth in the DIP Agreement.

e. Claims Objection Work/Claims Administration (\$81,834.00)

Consignment

A significant portion of time billed to this project code is related to Applicant's analysis of the Debtors' Motion Authorizing Payment of Prepetition Claims of Consignment Vendors and Customer Service Providers and Approving Procedures Concerning Consigned Goods (the "Consignment Motion"). On January 25, 2002, the Court entered an interim order related to the Debtors' Consignment Motion (the "Interim Order"). The Interim Order allowed for, among other things, the payment of amounts owed to the Debtors' consignment vendors (the "Consignment Vendors") on account of goods delivered prepetition, irrespective of whether such vendors perfected their consignment interests in accordance with the Uniform Commercial Code (the "UCC").

Soon after the formation of the Committee, the Committee and the Committee's professionals began an investigation to determine, among other things, whether the vendors designated by the Debtors as Consignment Vendors had perfected their interests in the consigned goods. In order to determine the number of perfected Consignment Vendors, a review of the UCC financing statements, filed against the Debtors was necessary. Applicant inquired from several

companies about the possibility of conducting a search of UCC financing statements filed against the Debtors and the costs associated with conducting such a search. The costs were estimated at several hundreds of thousands of dollars. In an effort to cut down on expenses and avoid duplication of effort, Applicant concluded that they would try and review a UCC search if a complete and current search was already performed. Applicant inquired from several of the professionals in these cases, including Debtors' counsel and counsel to the DIP lenders, as to whether such a search had already been done. Based on this inquiry, it was determined that a UCC search was conducted by Debtors' counsel. As a result, Applicant arranged with Debtors' counsel to have access to the UCC search results to enable Applicant to perform a complete perfection analysis with respect to consigned goods. Additionally, in an effort to further reduce expenses and work cooperatively with the Finance Committee, Applicant provided the Finance Committee, who was also analyzing the issue of consignment, with copies of the relevant UCC filings, as well as Applicant's analysis regarding such UCC filings. Applicant also analyzed in excess of forty (40) consignment agreements entered into by the Debtors with Consignment Vendors. Applicant prepared memoranda and schedules detailing their findings and reported such findings to the Committee.

The results of Applicant's work revealed that the vast majority of the Consignment Vendors failed to file UCC-1 financing statements as required by state law, and thus do not have a perfected consignment interest in the Debtors' goods.

Based on these findings and after discussions with the Committee, the Committee directed Applicant to prepare a limited objection to the Debtors' Consignment Motion (the "Objection"). The Interim Order allowed the statutory committees sixty (60) days from the entry of the Interim Order to object to certain provisions of the Interim Order. The Debtors have since granted the

committees an extension of time to June 18, 2002, to file an Objection, with the intent of providing the committees with additional information and to take part in active discussions regarding their consignment program. Applicant has continued to receive information from the Debtors and analyzed such information, as well as participated in several discussions with the Debtors regarding their intent to pay unperfected Consignment Vendors. Applicant prepared the Objection and has circulated it to the Committee for their review and comment. The Objection to the Interim Order is set to be heard at the June 26, 2002 Omnibus Hearing.

Reclamation

Additionally, during the First Interim Period, the Court entered an Interim Order Providing Administrative Expense Treatment for Certain Holders of Valid Reclamation Claims and Prohibiting Third Parties from Interfering with the Debtors' Delivery of Goods (the "Interim Reclamation Order"). The Interim Reclamation Order provides that the holders of valid reclamation claims are entitled to an administrative claim to the extent of their reclamation claim, the amount of which was to be established according to the procedures to be authorized by the Court in the final order approving the reclamation procedures. Applicant, with the assistance of the Reclamation Subcommittee, worked closely with the Debtors to establish procedures related to the determination of valid reclamation claims and payment procedures for valid claims. Applicant reported to the Reclamation Subcommittee and the full Committee on the procedures agreed to by the Debtors. On or about February 22, 2002, after the Debtors received substantial input and revisions from Applicant, the Court entered a final order approving the reclamation reconciliation procedures. Although the order did not contain the agreed to payment procedures, the negotiations between the Debtors' advisors and Applicant will provide a strong basis for continuing negotiations with the Debtors regarding a payment schedule. Applicant has continued

to monitor and consult with the Debtors on the reconciliation of reclamation claims and the potential administrative costs of such claims.

Bar Date

Applicant also reviewed and summarized documents related to the Debtors' general and governmental unit bar date(s) establishing the last day for filing proofs of claim. Applicant reported to the Committee and discussed issues related to the preparation and filing of proofs of claim before the July 31, 2002 Bar Date.

f. Plan of Reorganization (\$7,073.50). The Debtors' holiday season is critical to its success, as such period generates a significant portion of the Debtors' total revenues for the year. The Debtors were concerned that if the exclusivity period, which was set to expire on May 22, 2002, was not extended at the outset, their focus would be diverted from their efforts to maximize sales in the fourth quarter, adversely affecting the Debtors and thus, their creditors.

Accordingly, the Debtors requested in a motion that the Debtors' exclusive period in which to file a plan of reorganization be extended to March 31, 2003 (the "Exclusivity Motion"). The Debtors met with the Committee and voiced their concerns and purported need for an exclusivity extension and requested that the Committee agree to such an extension.

The Committee closely scrutinized the Debtors' request. Applicant worked diligently with the Debtors and their counsel through conferences to negotiate the terms under which the Committee would agree not to object to such a lengthy exclusivity extension. As a result of the cooperative efforts of the Debtors, the Committee and their respective counsel, the Committee was able to satisfy itself that sufficient controls were put in place to preserve value for creditors with an exclusivity extension through the end of February 2003, providing the Debtors with ample time after the holiday season to file a plan.

The Finance Committee, however, would not agree to such an extension. In response to the Finance Committee's stated objection to the Debtors' exclusivity request and the Committee's concern that exclusivity would expire prior to the holiday season, Applicant helped facilitate negotiations between the Debtors and the Finance Committee to avoid the lengthy and contentious litigation that would surely have resulted if the Finance Committee had formally pursued its objection to the Exclusivity Motion. As the result of a very specific settlement suggestion by Applicant, a bridge order was agreed extending the Debtors' exclusive period to file a plan to August 8, 2002 and the matter has been set for hearing on July 24, 2002.

g. Lease and Real Estate Analysis Related Work (\$83,516.50).

Lease Bidding Procedure Motion

As of the Petition Date, the Debtors owned numerous parcels of commercial real estate around the country and also were parties to over 2000 real property leases and subleases. As a part of the Debtors' strategic plan to improve performance and successfully reorganize, the Debtors decided to close several of their underperforming stores and terminate the leases related to stores in which the Debtors no longer operated. Once the Debtors ascertained which stores would be closed, the Debtors filed a Motion (I) For an Order (A) Establishing Bidding Procedures in Connection with the Sale of Certain Leases Including, Without Limitation, Termination Fee Provisions, (B) Approving the Form and Manner of Notice of Sale, (C) Approving Forms of Purchase Agreement and Termination Agreement, (D) Setting a Hearing Date to Consider Final Approval of the Sale, and (E) Granting Related Relief and (II) For an Order Approving the Sale of the Leases to the Successful Bidder at the Conclusion of the Sale Hearing (the "Lease Bidding Procedures Motion"). Pursuant to the Lease Bidding Procedures Motion, The Debtors sought an Order approving procedures whereby they would market and sell the leases related to the Debtors'

283 closing store locations. Applicant reviewed and analyzed the Lease Bidding Procedures Motion and was active in discussions with Debtors' counsel and parties interested in the bidding. Applicant, with KPMG, also reviewed the stores that the Debtors were planning on closing to determine if the closure of such stores was in the best interest of the estate. Additionally, several objections and cure amounts to the Lease Bidding Procedures Motion were filed by landlords and parties in interest and Applicant reviewed and summarized such pleadings. The auction will be held on June 18, 2002 at the offices of Debtors' counsel.

Rejection Motions

During the First Interim Period, the Debtors also filed four (4) motions for orders authorizing (A) rejection of certain unexpired real estate leases and (B) approving procedures for rejection of other unexpired leases. The Debtors have determined that the rejection of these leases will favorably affect the Debtors' cash flow and assist them in managing future operations. Applicant reviewed the lease rejection motions and sought to ensure that the Debtors did not reject potentially valuable leases or subject the estates to unnecessary rejection damage claims. Applicant also consulted with the Debtors and the Committee advisors to ascertain the value of the leaseholds and potential interest by third parties, as well as the process being utilized by the Debtors to determine which of the leases would be rejected.

Extension Motion

Additionally, on February 14, 2002, the Debtors filed a Motion for Extension of Time to Assume or Reject Unexpired Leases of Nonresidential Real Property (the "Extension Motion"). Pursuant to the Extension Motion, The Debtors sought an extension of the deadline to assume or reject unexpired leases to and including the date of confirmation of a plan of reorganization, but not later than July 22, 2003. Applicant reviewed, analyzed and summarized the Extension

Motion, along with the numerous objections filed by landlords or parties in interest. Applicant also reported to the Committee with regard to the Extension Motion. The Committee believed that such an extension was appropriate to allow the Debtors suitable time to review their vast real estate holdings, without the risk of prematurely rejecting or assuming leases.

Miscellaneous Real Estate Filings

The Debtors also filed various motions seeking authority to assume and assign real estate leases to third parties. Applicant, working with KPMG, analyzed the transactions to determine the economic impact and estimated savings to be achieved with respect to the Debtors' decisions regarding such leases. A number of the leases that were assumed and assigned by the Debtors were of no value to the estate because the Debtors no longer conducted business operations on the premises and had no intention in the future to conduct business operations. In addition, Applicant also reviewed and summarized several pleadings filed by landlords and parties in interest seeking orders to compel the Debtors to assume or reject their leases, or comply with various post-petition lease obligations.

Applicant attended the Omnibus Hearing in Chicago on March 6, 2002 and April 24, 2002, in which, in addition to other motions, the Debtors' real estate motions were considered.

h. Acquisition/Divestiture Work/Asset Disposition (Store Closing Motion) (\$42,410.50)

Store Closings

Once the decision to close the 283 unprofitable stores was made, the Debtors and the Committee directed their attention to maximizing the value of the assets located at such locations. In connection with maximizing the value of the inventory at the closing stores, the Debtors retained Abacus Advisory & Consulting Corp. ("Abacus") to assist them in liquidating the

inventory. Applicant attended several meetings and participated in conference calls with the Debtors and Abacus in order to formulate a strategy to maximize the value of the inventory.

The Debtors prepared and circulated "bid packages" to prospective bidders, including a proposed Agency Agreement to conduct the store closing sales. In connection with the disposition of its inventory, on February 15, 2002, the Debtors filed a Motion for Orders Establishing Procedures for the Approval of (a) the Conduct of Store Closing Sales, Pursuant to Sections 105 and 363 of the Bankruptcy Code, by the Debtors and/or Their Store Closing Agent, (b) Bidding Procedures for the Selection of a Store Closing Agent, (c) An Agency Agreement with the Store Closing Agent to Conduct Store Closing Sales and (d) Granting Other Relief (the "Store Closing Motion").

During the inventory liquidation process, Applicant carefully monitored the status of bid proposals and regularly conferred with both the Debtors and the Committee's financial advisors to determine the economic benefit to the estate of such proposals. Applicant also actively participated in the direct negotiations with the third parties. An auction was held in Chicago on March 18, 2002 to determine the "highest and best" offer to enter into an agency agreement for the disposition of inventory. Applicant attended and was actively involved in the auction process, helping to make revisions to the terms of the proposed agency agreement, as well as assisting in an analysis of the competing proposals to determine which was the "highest and best". After the competitive bidding process was concluded, the Debtors and the Committee determined that a joint venture comprised of SB Capital Group, LLC, The Nassi Group, LLC, The Ozer Group, LLC, Buxbaum Group, Gordon Brothers Retail Partners, LLC, Hilco Merchant Resources, LLC and Great American Group submitted the best proposal. Notwithstanding numerous objections to the Store Closing Motion, the Store Closing Motion was approved at the March 20, 2002

Omnibus Hearing, in which Applicant prepared for and attended. Store closure sales immediately began after the Court entered its order and the Debtors and Applicant are optimistic that the final results will show a substantial realization of value by the estates. Additionally, during this entire process, Applicant kept the Committee fully informed as to the status and progress of the Debtors' efforts.

i. Avoidance Power Work and Other Litigation (\$18,624.50)

During the First Interim Period, Applicant under this project code analyzed the first of the 10(b)(5) complaints filed against Charles Conaway. As part of its analysis, Applicant reviewed the complaint, the Debtors' Directors and Officers insurance policies and conducted extensive research relating to the issues raised in the complaint.

j. Relief from Stay Proceedings (\$21,654.50)

During the course of the First Interim Period, numerous motions were filed by various parties seeking relief from the automatic stay, pursuant to §362 of the Bankruptcy Code, in order for those parties to exercise certain rights (the "Relief from Stay Motions"). The Relief from Stay Motions included, *inter alia*, (i) the right to setoff prepetition amounts owed by the Debtors against postpetition amounts; (ii) the right to continue litigation and pursue claims against the Debtors, including several personal injury actions; (iii) the right to terminate executory contracts entered into by the Debtors, including agreements with service providers; and (iv) relief related to real estate matters, such as the termination of real estate contracts and preservation of leasehold interests. Applicant examined the Relief from Stay Motions to determine the effect, if any, it will have on the Committee and unsecured creditors. Applicant also summarized such Relief from Stay Motions in preparation for the Omnibus Hearings and consulted with the Debtors on their position regarding several of the motions.

k. Preparation of Applications for Allowance/Employment

(\$23,503.50) and Fee/Employment Objections (\$38,405.00)

Retention Papers

Applicant prepared papers on behalf of the Committee for the Court's authorization of the retention and employment of Applicant as the Committee's counsel. Applicant's retention papers were filed by Winston & Strawn, co-counsel to the Committee. On March 6, 2002, retention of Applicant was approved by this Court, effective as of January 31, 2002.

Time under this project code was also spent on reviewing the Debtors' proposed retention of professionals including, *inter alia*, Skadden, Arps, Slate, Meagher & Flom; Rockwood Gemini Advisors; Ernst & Young Corporate Finance LLC; PricewaterhouseCoopers LLP; Abacus Advisory & Consulting Corp. LLC; and DJM Asset Management, LLC.

Dresdner Kleinwort Wasserstein, Inc.

Also included under this project code is time related to the review and negotiation of the retention agreement of Dresdner Kleinwort Wasserstein, Inc. ("DrKW") as investment banker for the Debtors. Several issues arose regarding DrKW's retention application, including the broad indemnity provisions set forth in the engagement letter entered into between the Debtors and DrKW. Applicant reviewed the pleadings regarding the issues surrounding DrKW's retention, including the U.S. Trustee's objection, and discussed with Debtors' counsel proposed revised indemnity language. The Committee believes that DrKW will be instrumental in evaluating and maximizing value for the Debtors' creditors and, therefore, Applicant spent a considerable amount of time in negotiations with the Debtors and DrKW concerning the retention agreement to ensure that DrKW would perform the services the Committee views as essential.

Monthly Fee Statements

All required monthly fee statements have been delivered on a timely basis to the Debtors, the U.S. Trustee and all other parties in interest in accordance with the Administrative Order, which established the procedures for interim compensation and reimbursement of expenses in this case. This category includes time related to the monthly review of fee statements submitted in this case (in excess of fifteen (15) statements of professionals) and summarization of such statements for the Co-Chairs. Such review included the monthly fee statements submitted by the Debtors' professionals designated as key ordinary course professionals pursuant to the Order Authorizing Retention of Professionals Utilized by Debtors in the Ordinary Course of Business.

1. Communication with Creditors' Committee and Creditors

(\$82,373.00) / Committee Meetings (\$184,422.00)

To ensure that the Committee remained fully informed of all developments in this case, Applicant had frequent communications with the Committee, individual members of the Committee and the Committee's financial advisors regarding the status of matters affecting the Debtors' estates. Applicant spent a substantial amount of time organizing the Committee, which is comprised of creditors located in various states, into a cohesive and responsive group. In accordance with the Committee's concern that members be apprised of all matters, Applicant has prepared for and has conducted numerous conference calls and meetings of the full Committee, the Subcommittees, the Co-Chairs and the various Committee members to discuss the many applications filed with the Court as well as any other matters of significance. Applicant prepared for, attended and conducted in-person meetings of the Committee on February 7, 2002, February 27, 2002, March 13, 2002 and April 10, 2002 and participated in conference calls of the full Committee on February 8, 2002, March 4, 2002, March 26, 2002, April 2, 2002, April 4, 2002,

April 5, 2002, April 12, 2002 and April 19, 2002. Applicant also had periodic conference calls and in person meetings with the various Subcommittees established by the Committee to address issues of particular relevance to the Committee and to make reports and recommendations to the full Committee.

Applicant prepared the necessary agendas and documents for distribution at all Committee and Subcommittee meetings in order to assist the Committee and Subcommittees in their understanding of the matters that would be addressed. These documents include, among other materials, minutes, news articles, status reports and summaries regarding the various applications, stipulations and orders submitted to the Court.

In addition, Applicant communicated with creditors concerning the formation of the Committee, prepared and negotiated the by-laws for the Committee and prepared the roster of Committee members and other professionals involved in the case. Throughout the First Interim Period, Applicant received numerous requests by various creditors to become *ex-officio* members of the Committee. Applicant had several discussions with the requesting parties, as well as the Committee to determine if the Committee wanted to entertain requests for *ex-officio* membership. At this point, the Committee has not extended any offers for *ex-officio* membership.

Additionally, Applicant promptly responded to the many telephone and written inquiries from the Debtors' various creditors regarding specific issues and the general status of the case.

IV. CONCLUSION

15. Applicant has necessarily and properly expended 3,319.9 hours of services in performance of its duties as counsel to the Committee during the First Interim Period.

Applicant respectfully requests a first interim fee award for professional services rendered in the aggregate amount of \$1,155,029.50. Applicant has also necessarily incurred disbursements in the

amount of \$44,829.69 in the performance of Applicant's duties to the Committee during the First Interim Period.

16. Applicant has not agreed to share any compensation to be received herein with any other person.

17. This is Applicant's first request for an award of interim compensation in these cases.

WHEREFORE, Applicant respectfully requests a first interim award of compensation for professional services rendered as counsel to the Committee during the First Interim Period in the aggregate sum of \$1,155,029.50 together with reimbursement of disbursements in the amount of \$44,829.69, of which \$720,377.10 and \$36,696.08, respectively, has been paid pursuant to the Administrative Order, leaving an unpaid balance of \$434,652.40 with respect to fees and \$8,133.61 with respect to disbursements; and for such other and further relief as this Court deems just and proper.

Dated: New York, New York
June 13, 2002

OTTERBOURG, STEINDLER, HOUSTON
& ROSEN, P.C.

Lead Co-Counsel to the Official Committee
of Unsecured Creditors

By: 

Scott L. Hazan, Esq.

Glenn B. Rice, Esq.

Members of the Firm

230 Park Avenue

New York, New York 10169

(212) 661-9100

Exhibit A

SUMMARY BY PROFESSIONALS

Listed below are the attorneys and paralegals who performed professional services during the referenced period, their full names, initials, position at the firm, year admitted, respective hourly rates and time billed by each.

Name and Position of Professional Person	Year Admitted	Hourly Billing Rate	Total Hours Billed	Total Compensation
Donald N. Gellert ("DNG") Partner	1963	\$495.00	1.3	\$643.50
William M. Silverman ("WMS") Partner	1966	\$595.00	29.4	\$17,493.00
Scott L. Hazan ("SLH") Partner	1974	\$595.00	349.3	\$207,833.50
Glenn B. Rice ("GBR") Partner	1972	\$595.00	466.8	\$277,746.00
Peter Feldman ("PF") Partner	1977	\$515.00	49.7	\$25,595.50
Jenette A. Barrow- Bosshart ("JAB") Partner	1985	\$425.00	5.7	\$2,422.50
Enid N. Stuart ("ENS") Of Counsel	1980	\$475.00	69.0	\$32,775.00
Stephen H. Alpert ("SHA") Of Counsel	1978	\$395.00	13.8	\$5,451.00
Rosanne A. Finkel ("RAF") Associate	1996	\$395.00	6.8	\$2,686.00
James A. Sarna ("JAS") Associate	1990	\$395.00	129.4	\$51,113.00
Lorenzo Marinuzzi ("LM") Associate	1997	\$395	4.7	\$1,856.50
Jennifer S. Feeney ("JSF") Associate	1998	\$350.00	597.4	\$209,090.00
David J. Levine ("DJL") Associate	2001	\$195.00	499.0	\$97,305.00

Name and Position of Professional Person	Year Admitted	Hourly Billing Rate	Total Hours Billed	Total Compensation
Thomas A. Pitta ("TAP") Associate	2001	\$225.00	336.9	\$75,802.50
Stephanie M. Powers ("SMP") Associate	Pending	\$195.00	322.1	\$62,809.50
Remy J. Ferrario ("RJF") Associate	1972	\$375.00	1.6	\$600.00
David H. Brill ("DHB") Associate	1996	\$295.00	114.8	\$33,866.00
Ellen M. Allen ("EMA") Paralegal	N/A	\$155.00	123.6	\$19,158.00
Cathleen A. Pellegrino ("CAP") Paralegal	N/A	\$155.00	36.0	\$5,580.00
Anthony Williams ("AW") Managing Clerk	N/A	\$155.00	29.5	\$4,572.50
Brian E. Keating ("BEK") Managing Clerk	N/A	\$155.00	34.2	\$5,301.00
Joseph T. Makseyn ("JTM") Paralegal	N/A	\$155.00	31.3	\$4,851.50
Martin I. Reznick ("MIR") Paralegal	N/A	\$155.00	67.6	\$10,478.00
	GRAND TOTAL:		3,319.9	\$1,155,029.50

Exhibit B

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Case Administration / General Services	1.9	\$488.00
Plan of Reorganization	14.1	\$7,073.50
Avoidance Power Work & Other Litigation	55.7	\$18,624.50
Review of Financial Information	390.3	\$140,171.00
Investigatory Work	535.4	\$164,281.00
Debtor-in-Possession Financing	84.6	\$36,409.50
Committee Meeting Attendance and Preparation	445.8	\$184,422.00
Communications with Creditors' Committee and Creditors	231.4	\$82,373.00
Lease and Real Estate Analysis	254.3	\$83,516.50
Preparation of Applications for Allowance/Employment	94.5	\$23,503.50
Acquisition/Divestiture Work/Asset Disposition	105.1	\$42,410.50
Claims Objection Work/Claims Administration	268.3	\$81,834.00
Fee/Employment Objections	143.6	\$38,405.00
Employee Benefits/Pension/General Labor	606.9	\$229,863.00
Relief from Stay	88.0	\$21,654.50
TOTALS:	3,319.9	\$1,155,029.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter No.: 90302/0001
Matter Name: CHAPTER 11
Billing Partner: WILLIAM M SILVERMAN

JUNE 11, 2002
BILL NO. 114994

For Services Rendered Through April 30, 2002:

Phase: 22 Case Administration / General Services

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/03/02 DJL	Examine Documents Reviewed motion re omnibus hearing dates and case management	.60	117.00
02/03/02 DJL	Memo Summary of motion re omnibus hearing dates and case management	.70	136.50
02/13/02 JSF	Examine Documents Administrative Order	.20	70.00
02/21/02 SLH	Examine Documents NOTICE OF APPEARANCE	.10	59.50
03/04/02 JSF	Telephone Call(s) Jones Day re: Website/Docket	.10	35.00
03/29/02 JSF	Examine Documents Administrative Order	.20	70.00
TOTAL PHASE 22		1.90	\$ 488.00

Phase: 23 Plan of Reorganization

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
--------------------------------	--------------------	--------------	---------------

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 2

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/01/02 GBR	Review of Documents DEBTORS' EXTENSION MOTION	.40	238.00
03/03/02 SLH	Examine Documents EXCLUSIVITY MOTION	.20	119.00
03/06/02 WMS	Exam. of Documents Plan filing extension	.20	119.00
03/06/02 DJL	Examine Documents re: time to file plan	.50	97.50
03/07/02 DJL	Memo Summary re: Motion of Exclusivity to file Plan	1.80	351.00
03/12/02 DJL	Examine Documents Extention to file plan	.20	39.00
03/18/02 SLH	Correspondence TO C/C RE EXCLUSIVITY	.20	119.00
03/19/02 SLH	Examine Documents EXCLUSIVITY DISCOVERY	.10	59.50
04/04/02 GBR	Telephone Call(s) E. IVESTER RE: EXCLUSIVITY, J. ALIX	.40	238.00
04/05/02 GBR	Telephone Call(s) P. HARNER & R. SCHROCK RE: EXCLUSIVITY, EMPLOYMENT K	.80	476.00
04/05/02 GBR	Telephone Call(s) P. HARNER RE: EXCLUSIVITY MOTION	.10	59.50
04/10/02 GBR	Conference Out of Office W/FINANCIAL COMMITTEE RE: EXCLUSIVITY ET AL.	.50	297.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 3

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 GBR	Telephone Call(s) P. PANTALEO RE: EXCLUSIVITY	1.10	654.50
04/11/02 GBR	Telephone Call(s) R. CIERI(2x) RE: EXCLUSIVITY	.60	357.00
04/11/02 GBR	Telephone Call(s) W/L. LATTIG RE: L. ASHE RE: EXCLUSIVITY ETC.	.70	416.50
04/11/02 JSF	Examine Documents Extension of Exclusivity	.40	140.00
04/12/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE EXCLUSIVITY ISSUES	.20	119.00
04/12/02 GBR	Telephone Call(s) P. PANTALEO RE: EXCLUSIVITY OBJ	.30	178.50
04/12/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON MOTION EXCLUSIVITY OBJ.	.40	238.00
04/15/02 GBR	Telephone Call(s) P. PANTALEO RE: EXCLUSIVITY OBJECTION	.20	119.00
04/15/02 GBR	Telephone Call(s) G. SHAPIRO RE: EXCLUSIVITY, ADAMSON X2	.50	297.50
04/15/02 GBR	Telephone Call(s) E. IVESTER RE: NEGOTIATIONS WITH BANK CC	.30	178.50
04/15/02 GBR	Telephone Call(s) R. CIERI RE: EXCLUSIVITY OBJ.	.20	119.00
04/15/02 GBR	Telephone Call(s) J. BUTLER RE: EXCLUSIVITY OBJ.	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 4

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 SLH	Memo RE CIERI ON EXCLUSIVITY	.10	59.50
04/16/02 GBR	Telephone Call(s) G. SHAPIRO RE: EXCLUSIVITY, ADAMSON OBJS.	.40	238.00
04/16/02 GBR	Telephone Call(s) L. LATTIG RE: EXCLUSIVITY, ADAMSON OBJS.	.30	178.50
04/17/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE EXCLUSIVITY BRIDGE	.20	119.00
04/17/02 GBR	Telephone Call(s) E. IVESTER RE: FINANCE COMMITTEE OBJECTION	.30	178.50
04/17/02 GBR	Telephone Call(s) M. COOPER RE: EXCLUSIVITY OBJ.	.20	119.00
04/17/02 GBR	Review of Documents EXCLUSIVITY BRIDGE ORDER	.20	119.00
04/17/02 GBR	Telephone Call(s) R. SCHROCK RE: EXCLUSIVITY BRIDGE X2	.40	238.00
04/17/02 JSF	Examine Documents Bridge Order re: Exclusivity	.20	70.00
04/17/02 SMP	Examine Documents Review proposed exclusivity bridge order	.20	39.00
04/18/02 GBR	Telephone Call(s) E. IVESTER RE: EXCLUSIVITY OBJ.	.30	178.50
04/19/02 GBR	Telephone Call(s) A. KOCH RE: FIN INST. CC SETTLEMENT	.50	297.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 5

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 JSF	Examine Documents Proposed Bridge Exclusivity Order	.20	70.00
04/19/02 SMP	Examine Documents review draft bridge order re: exclusivity	.10	19.50
TOTAL PHASE 23		14.10	\$ 7,073.50

Phase: 25	Avoidance Power Work & Other Litigations
-----------	--

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/03/02 DJL	Research Research re Bankruptcy Rule 8002 and notice and time to appeal	2.20	429.00
02/11/02 SLH	Examine Documents PI MOTION	.10	59.50
02/16/02 SLH	Examine Documents REMOVAL MOTION	.10	59.50
02/21/02 TAP	Examine Documents Motion to Extend Time to Remove Actions	.20	45.00
02/21/02 TAP	Memo re: Motion to Extend Time to Remove Actions	.20	45.00
02/26/02 SLH	Examine Documents PI \$27 MILLION BOND	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 6

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 JSF	Examine Documents License Agreements with Kmart of Michigan	.40	140.00
03/09/02 SLH	Examine Documents D&O RESEARCH/POLICY ISSUES	.30	178.50
03/12/02 GBR	Review of Documents 10(B) 5 COMPLAINT	.40	238.00
03/12/02 JAS	Research review and research re Kmart of Michigan issues an assignment of IP rights, etc.	1.50	592.50
03/13/02 JSF	Examine Documents D&O Policies	.40	140.00
03/13/02 JSF	Examine Documents 10(B) (5) Complaint Against Conaway	.20	70.00
03/13/02 JAS	Research review of fraudulent transfer research and Kmart of Michigan transfers of IP rights, etc.	5.80	2,291.00
03/14/02 JAS	Research re Kmart of Michigan transaction, IP licenses, loan docs, etc.	1.20	474.00
03/15/02 JAS	Examine Documents review of D&O policies and complaint in D.E. & J LP v. Conaway, review of various policies and research re same	3.80	1,501.00
03/18/02 JAS	Examine Documents review and research re KPI and corporate formalities issues, guarantee, etc.	1.50	592.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 7

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/19/02 PF	Examine Documents D&O POLICY	.40	206.00
03/19/02 JAS	Examine Documents D&O Policies and research re retention limits and coverage of claims	4.50	1,777.50
03/19/02 JAS	Research Review Complaint v. Conaway for securities laws violations and research D&O insurance issues re same	1.00	395.00
03/20/02 EMA	Examine Documents adversary proceeding DE&J LLP	.10	15.50
03/20/02 TAP	Examine Documents Information re Kmart Properties Inc.	1.10	247.50
03/20/02 TAP	Research re fraudulent conveyances/requirement for second creditor	2.00	450.00
03/21/02 TAP	Research re: Michigan Fraudulent Conveyance Laws	.70	157.50
03/21/02 JAS	Examine Documents review of D&O policies and memo re same	1.50	592.50
03/22/02 TAP	Research re: Michigan Fraudulent Conveyance Laws	.80	180.00
03/25/02 PF	Analysis of Complaint SECURITIES LAW ACTION VS. CONAWAY	.70	360.50
03/27/02 JAS	Examine Documents Work on D&O insurance review	1.50	592.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 8

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 JAS	Examine Documents review of various D&O policy issues and excess liability policies	1.00	395.00
04/12/02 TAP	Research re: MI standards for fraudulent conveyance	2.20	495.00
04/12/02 TAP	Research re: veil peircing standards in Michigan	1.70	382.50
04/15/02 DJL	Research Trademark issues - case law & ongoing litigation	1.30	253.50
04/15/02 DJL	Memo re Kmart of Michigan	1.20	234.00
04/15/02 TAP	Research re: Michigan standards for director liability	3.50	787.50
04/16/02 GBR	Review of Documents LEHMAN KMART OF MICHIGAN ANALYSIS	.60	357.00
04/16/02 JSF	Examine Documents Kmart of Michigan transfer issues	.40	140.00
04/17/02 SLH	Examine Documents JAS/DISCUSSION ON IP RIGHTS	.30	178.50
04/17/02 DJL	Memo Memo re Kmart Trademarks	.80	156.00
04/18/02 DJL	Memo litigation research memo - transfer of IP	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 9

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 TAP	Research re Uniform Fraudulent Transfers Act	1.80	405.00
04/22/02 SLH	Examine Documents BANK RESPONSE	.20	119.00
04/23/02 DJL	Examine Documents Debtors' Omnibus re Utilities	.50	97.50
04/23/02 DJL	Memo Summary of Debtors' Omnibus re Utilities	.50	97.50
04/24/02 JAS	Research Research re Michigan fraudulent conveyance and corporate fiduciary obligations and discussion with TAP re same	2.80	1,106.00
04/25/02 DJL	Examine Documents re trademark transfer research	.20	39.00
04/25/02 TAP	Review File w/ JAS re: KMI research	.40	90.00
04/25/02 JAS	Research Review research on UFTA and corporate fiduciary duties prepared by TAP and discussions with TAP re same	.80	316.00
04/25/02 JAS	Research Additional research re UFTA and corporate fiduciary duties	1.10	434.50
04/25/02 JAS	Research Continue research re Michigan fraudulent conveyance and corporate fiduciary obligations and discussion with TAP re same	1.40	553.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 10

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
	TOTAL PHASE 25	55.70	\$ 18,624.50

Phase: 26	Review Financial Info/Business Operation
-----------	--

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 WMS	Review File Debtors' Financial Information	.40	238.00
01/31/02 DJL	Examine Documents Reviewed motion and order re continuation of customer practices	.50	97.50
01/31/02 DJL	Memo Summary re continuation of customer practices	.70	136.50
02/01/02 WMS	Review File Articles Re: Store Closings, Filing	.40	238.00
02/01/02 SLH	Review Financial Documents ANDERSEN PITCH BOOK - FINANCIAL INFO	.50	297.50
02/01/02 SLH	Review Financial Documents CDG PITCH BOOK	.50	297.50
02/01/02 GBR	Review of Documents CHAP 11 PETITIONS	1.30	773.50
02/01/02 DJL	Examine Documents Reviewed motion and order re prepetition sales, use, trust fund and other taxes and related obligations	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 11

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 DJL	Memo Summary of motion and order re prepetition sales, use, trust fund and other taxes and related obligations	.40	78.00
02/01/02 DJL	Examine Documents Reviewed Motion and Interim Order re Utilities	.50	97.50
02/01/02 DJL	Memo-File Summary of Motion and Interim Order re Utilities	.60	117.00
02/04/02 SLH	Examine Documents 2/13 HEARING ISSUES	.30	178.50
02/04/02 SLH	Examine Documents DEBTOR MEETING MATERIAL	.40	238.00
02/04/02 GBR	Telephone Call(s) M. KNOLL RE: INFO REQUESTS, RETENTION	.40	238.00
02/04/02 GBR	Telephone Call(s) P. PANTALEO RE: L.C. MOTION	.40	238.00
02/04/02 GBR	Telephone Call(s) E. IVESTER RE: CORPORATE & CAPITAL STRUCTURE	.40	238.00
02/04/02 CAP	Examine Documents Voluntary petitions	.30	46.50
02/04/02 JSF	Telephone Call(s) M. Knoll re: 2/13 Hearing Motions - Financial Overview	.20	70.00
02/05/02 WMS	Exam. of Documents SEC Documents	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 12

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 SLH	Examine Documents MOTION TO HONOR L/C's	.10	59.50
02/05/02 SLH	Telephone Call(s) - Creditor W/HARRISON AND MILLER RE INV. BANKERS	.40	238.00
02/05/02 JSF	Examine Documents Letter of Credit for Foreign Vendors Motion	.80	280.00
02/05/02 DHB	Examine Documents Review Kmart Corporate Documents	1.90	560.50
02/06/02 JSF	Examine Documents Finance Committee's Letter to Skadden re: Position on Motions and Dates	.30	105.00
02/06/02 DHB	Examine Documents Reviewed and Analyzed K-Mart's 2000 Annual Report and Securities Filings (includes Summary and review of Form 10- K filing)	3.60	1,062.00
02/06/02 DHB	Examine Documents Review and Analysis of Corporate Documents	2.30	678.50
02/07/02 DHB	Examine Documents Memo re: Analysis of K-Mart's Annual Report and Securities Filings with the Securities and Exchange Commission	2.20	649.00
02/07/02 DHB	Examine Documents Review and Analysis of Corporate Documents including Quarterly Securities Filings of Kmart	3.10	914.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 13

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 SLH	Review Financial Documents NIGHTINGALE MATERIAL	.20	119.00
02/08/02 SLH	Review Financial Documents 10K, SUBORDINATED DEBT MATERIAL	.20	119.00
02/08/02 SLH	Examine Documents GBR/M&A ISSUES	.50	297.50
02/08/02 CAP	Examine Documents Financial reports, convertible securities prospectus, updates	.40	62.00
02/08/02 CAP	Examine Documents voluntary petitions	.20	31.00
02/08/02 CAP	Examine Documents annual report indenture	.20	31.00
02/08/02 CAP	Examine Documents SEC filings, reports	.20	31.00
02/08/02 JSF	Examine Documents Debtors' List of Parties in Interest	2.00	700.00
02/08/02 JSF	Examine Documents Pre-petition Lenders	1.00	350.00
02/08/02 JSF	Examine Documents V. Durrer re: Securities Offering and Indentures	.10	35.00
02/08/02 JSF	Correspondence V. Durrer re: Due Diligence Docs	.20	70.00
02/08/02 JSF	Examine Documents KPMG Due Diligence Request	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 14

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 JSF	Correspondence KPMG re: Due Diligence	.10	35.00
02/08/02 DHB	Research Research issues re: Debt Securities Issues	2.10	619.50
02/08/02 DHB	Telephone Call(s) - Debtor's Attorney T/C Skadden re: Bond Issue	.10	29.50
02/08/02 DHB	Telephone Call(s) - Debtor's Attorney T/C Skadden re: Structure of Bond Issue and priority issues	.40	118.00
02/08/02 DHB	Examine Documents Review Securities Filing	.40	118.00
02/08/02 DHB	Correspondence Review Correspondence from Skadden	.10	29.50
02/08/02 DHB	Examine Documents Read and Analyzed Kmart Securities Documents (Debt offering)	2.30	678.50
02/09/02 JSF	Correspondence V. Durrer re: Amex Agreement	.10	35.00
02/10/02 JSF	Examine Documents Trade Credit Documents	.30	105.00
02/11/02 WMS	Review File SEC Documents	.40	238.00
02/11/02 SLH	Examine Documents OBJECTION ON L/C MOTION, ETC.	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 15

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 JSF	Telephone Call(s) M. Knoll re: Meeting with Company and Rubloff	.20	70.00
02/11/02 DHB	Examine Documents Bondholders & pre-petition lenders	2.70	796.50
02/11/02 DHB	Examine Documents SEC documents	2.00	590.00
02/12/02 SLH	Review Financial Documents KPMG DUE DILIGENCE	.10	59.50
02/12/02 SLH	Examine Documents BARCLAY BANK PLEADING	.10	59.50
02/12/02 SLH	Examine Documents CAPITAL/LC PLEADING	.20	119.00
02/12/02 SLH	Telephone Call(s) - Accountant W/RALPH TULIANO RE DUE DILIGENCE	.20	119.00
02/12/02 CAP	Examine Documents Financial reports, presentations to committee, sec filing	.30	46.50
02/12/02 JSF	Examine Documents Objection to Motion re: Liquor Vendors	.40	140.00
02/12/02 JSF	Examine Documents Capital Factors Objection to Reimbursement of Prepetition L/C Obligations	.30	105.00
02/12/02 JSF	Research Re: Payment of Prepetition L/C Obligations	.50	175.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 16

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 JSF	Telephone Call(s) J. Greenwood at KPMG re: Filed Entities	.20	70.00
02/12/02 JSF	Correspondence V. Durrer re: Dutch Farms and Boland Motions	.20	70.00
02/12/02 JSF	Examine Documents Review of Debtors' Bondholders	.80	280.00
02/12/02 JSF	Telephone Call(s) V. Durrer re: RTV - Contact for Returns	.10	35.00
02/12/02 DJL	Examine Documents Reviewed Entergy Objection re Utilities Motion	.40	78.00
02/12/02 DJL	Memo Summary of Entergy Objection	.30	58.50
02/12/02 DHB	Examine Documents Securities documents	2.00	590.00
02/13/02 JSF	Research Article re: Debt Value	.20	70.00
02/13/02 JSF	Examine Documents Fleming Report re: Kmart Payment	.20	70.00
02/13/02 DHB	Examine Documents Review, Analysis and Summary of Securities Filings with Exhibits of the Debtor	1.60	472.00
02/13/02 DHB	Examine Documents Order Confirming Treatment of Purchase Orders	.10	29.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 17

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 DHB	Examine Documents Vendor Information (Fleming Co.)	.10	29.50
02/14/02 JSF	Telephone Call(s) M. Knoll - KERP and Bank Debt	.20	70.00
02/14/02 DHB	Memo Summary of K-mart Corporate Filings	1.90	560.50
02/14/02 DHB	Examine Documents Review and Analysis of Debtor's Debt Obligations	1.40	413.00
02/15/02 SLH	Review Financial Documents LENDERS MEETING MATERIAL	.50	297.50
02/15/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE COLLATERAL AGENT, AUDIT, ETC.	.20	119.00
02/15/02 SLH	Memo RE IVESTER CALL	.10	59.50
02/15/02 SLH	Review Financial Documents 10K SUMMARY	.10	59.50
02/15/02 JSF	Memo Meeting Re: Internal Audit	.10	35.00
02/16/02 SLH	Examine Documents AMERICAN EXPRESS MOTION	.10	59.50
02/19/02 GBR	Telephone Call(s) E. IVESTER RE: VENDOR ALLOWANCES	.20	119.00
02/19/02 JSF	Research Articles re: Kmart Construction Projects	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 18

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 JSF	Correspondence M. Knoll - Press re: Construction	.10	35.00
02/19/02 DJL	Examine Documents Reviewed rejection of sponsorship motion	.40	78.00
02/19/02 DJL	Memo summary of sponsorship rejection motion	.40	78.00
02/19/02 DJL	Examine Documents Reviewed American Express motion	.80	156.00
02/19/02 DJL	Memo Summary of American Express motion	.90	175.50
02/19/02 DJL	Examine Documents Utilities motion	.50	97.50
02/19/02 DJL	Memo Summary of Utilities motion	.30	58.50
02/19/02 DHB	Examine Documents Review of Declaration of Trust	.90	265.50
02/19/02 DHB	Memo Summary and Analysis of Declaration of Trust	1.10	324.50
02/19/02 DHB	Examine Documents Review of Indenture	1.90	560.50
02/19/02 DHB	Memo Summary and Analysis of Indenture	1.80	531.00
02/19/02 DHB	Examine Documents Review of Underwriting Agreement	1.60	472.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 19

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 SLH	Examine Documents L/C ORDER	.10	59.50
02/20/02 GBR	Telephone Call(s) E. IVESTER RE: MARKETING EFFORT	.30	178.50
02/20/02 GBR	Telephone Call(s) J. SMITH RE: VENDOR ALLOWANCES	.30	178.50
02/20/02 JSF	Telephone Call(s) M. Knoll re: Corporate Structure	.10	35.00
02/20/02 JSF	Examine Documents Vendor Letter re: Allowances	.30	105.00
02/20/02 JTM	Examine Documents financial documents	.30	46.50
02/20/02 DHB	Examine Documents Review and Analysis of Amended and Restated Declaration of Trust	1.80	531.00
02/20/02 DHB	Memo Summary and Analysis of Amended and Restated Declaration of Trust	1.40	413.00
02/20/02 DHB	Memo Summary and Analysis of Indenture	1.10	324.50
02/20/02 DHB	Examine Documents Review and Analysis of First Supplemental Indenture	1.60	472.00
02/20/02 DHB	Memo Summary and Analysis of First Supplemental Indenture	1.40	413.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 20

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 SLH	Examine Documents VENDOR MATERIAL	.20	119.00
02/21/02 GBR	Telephone Call(s) M. KNOLL & L. ASHE RE: LEASES, GOB, 2002 PLAN	1.30	773.50
02/21/02 GBR	Review of Documents AMEX ASSUMPTION MOTION	.30	178.50
02/21/02 GBR	Review of Documents 2000 10-K & OTHER SEC FILINGS	1.30	773.50
02/21/02 JSF	Telephone Call(s) M. Knoll and L. Ashe re: Agenda for Meeting; Pre-Petition Bank Docs; KERP; Vendor Issues (2X)	1.50	525.00
02/21/02 JSF	Telephone Call(s) V. Durrer re: Pre-Petition Docs	.20	70.00
02/21/02 JSF	Examine Documents "Voice of Vendor" Letter to Vendors	.30	105.00
02/21/02 DHB	Examine Documents Review and Analysis of Bond Prospectus	2.60	767.00
02/21/02 DHB	Memo Summary of Bond Prospectus	1.90	560.50
02/21/02 DHB	Examine Documents Read and Analyzed Preferred Guarantee Agreement	1.40	413.00
02/21/02 DHB	Memo Summary of Guarantee Agreement	.90	265.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 21

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 DHB	Examine Documents Read and Analyzed Memorandum of Closing	.50	147.50
02/21/02 DHB	Research Review of Opinion Letters and Related Attachments	1.90	560.50
02/22/02 WMS	Telephone Call(s) Creditors Re: Bank Debt	.10	59.50
02/22/02 WMS	Exam. of Documents Debtor's Financial Information	.30	178.50
02/22/02 SLH	Examine Documents CAPITAL STRUCTURE MEMO	.20	119.00
02/22/02 SLH	Examine Documents CONVERTIBLE PREFERRED STOCK ANALYSIS	.40	238.00
02/22/02 SLH	Examine Documents CAPITAL STRUCTURE	.30	178.50
02/22/02 ENS	Telephone Call(s) - Debtor's Attorney W/WEXLER - REMINGTON CALL - RTV PROGRAM	.30	142.50
02/22/02 EMA	Examine Documents various motions re bank accounts, payroll adequate assurance	.60	93.00
02/22/02 JSF	Examine Documents Chanin Capital Info. Re: Debtors	.20	70.00
02/22/02 JSF	Telephone Call(s) 2x - M. Knoll and L. Ashe re: Report on Review at Company - Corporate Structure, Subsidiary Assets, Inventory, Trademark Licenses	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 22

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 JSF	Examine Documents Pre-Petition Securities Offering	.30	105.00
02/22/02 JSF	Examine Documents Issues re: Kmart of Michigan - Trademarks, New Mexico Decision re: Taxes	1.00	350.00
02/22/02 JSF	Memo Re: KPMG Update	.30	105.00
02/22/02 DHB	Examine Documents Review of Revised Prospectus	1.90	560.50
02/22/02 DHB	Telephone Call(s) - Debtor's Attorney T/C Skadden re: Securities Issues	.30	88.50
02/22/02 DHB	Examine Documents New Mexico Tax Decision	.80	236.00
02/22/02 DHB	Memo Convertible Preferred Securities Offering	2.90	855.50
02/23/02 JSF	Examine Documents Set Off Motions - Comerica, Wells Fargo, Standard Federal, BNY	1.30	455.00
02/24/02 JSF	Examine Documents American Express Travel Related Services Agreements	.80	280.00
02/24/02 DJL	Examine Documents Reviewed American Express Agreements	2.60	507.00
02/25/02 GBR	Review of Documents LICENSE ASSUMPTION RIGHTS	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 23

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 GBR	Review of Documents CONVERTIBLE PREFERRED INDENTURE	.60	357.00
02/25/02 JSF	Examine Documents American Express Agreements	.40	140.00
02/25/02 JSF	Telephone Call(s) Ashe and Kibler re: Consignment/Confid. Agreement	.20	70.00
02/25/02 JSF	Research Re: Holding Company for Trademark Licenses	.70	245.00
02/25/02 JSF	Examine Documents Issues re: Equity Ownership	.20	70.00
02/25/02 JSF	Telephone Call(s) KPMG re: Vendor Issues, Ordinary Course Professionals and Meeting with Debtors	.50	175.00
02/25/02 JSF	Examine Documents Court Decision re: Licenses in Subsidiary	.70	245.00
02/25/02 SMP	Memo Review and revise HEA summary.	.20	39.00
02/25/02 TAP	Correct Papers Summaries of requests for adequate assurances	.60	135.00
02/25/02 DHB	Memo-Creditors Committee Meeting memo re Securities Offering	2.20	649.00
02/26/02 SLH	Examine Documents BOND MEMO/DHB	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 24

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/02 JSF	Examine Documents Convertible Preferred Securities Offering	.30	105.00
02/26/02 JTM	Examine Documents financial documents, reports	.30	46.50
02/26/02 DJL	Examine Documents Reviewed convertible secured memo	.50	97.50
02/26/02 DHB	Examine Documents Read and Review Kmart Licensing Agreement	1.90	560.50
02/26/02 DHB	Memo-Creditors Committee Meeting Revisions to Convertible Securities Memo	1.20	354.00
02/26/02 DHB	Examine Documents Analysis of Kmart Licensing Agreement	1.10	324.50
02/26/02 DHB	Memo Draft Financial Analysis of Kmart's Obligations under Licensing Agreement	1.60	472.00
02/27/02 WMS	Review File Debtor's Financial Information	.30	178.50
02/27/02 JSF	Telephone Call(s) M. Knoll re: Surety Conference Call	.10	35.00
02/28/02 SLH	Examine Documents GBR/LICENSE ISSUES	.10	59.50
02/28/02 SLH	Telephone Call(s) - Accountant W/DINAPOLI RE PWC PROJECTS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 25

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 JSF	Examine Documents Conference Call with Debtors, Financial Institutions' Advisors and KPMG re: Surety Issues	1.00	350.00
02/28/02 JSF	Examine Documents Surety Documents	.30	105.00
02/28/02 JSF	Correspondence A. Leung at KPMG re: C/C Meeting Materials	.20	70.00
02/28/02 JSF	Telephone Call(s) L. Lattig re: review at Company	.10	35.00
02/28/02 JSF	Examine Documents News Articles re: Kmart	.40	140.00
02/28/02 JTM	Examine Documents financial documents, reports	.30	46.50
03/01/02 GBR	Review of Documents MARTHA STEWART ASSUMPTION MOTION	.50	297.50
03/01/02 GBR	Review of Documents JOE BOXER ASSUMPTION MOTION	.40	238.00
03/01/02 GBR	Review of Documents DISNEY ASSUMPTION MOTION	.40	238.00
03/01/02 GBR	Review of Documents JACLYN SMITH ASSUMPTION MOTION	.30	178.50
03/01/02 GBR	Review of Documents KATHY IRELAND ASSUMPTION MOTION	.30	178.50
03/01/02 JSF	Memo Re: Surety Bonds	.50	175.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 26

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/01/02 JSF	Telephone Call(s) E. Ivester re: Licenses	.20	70.00
03/01/02 JSF	Examine Documents License Agreements	.70	245.00
03/01/02 JSF	Correspondence L. Ashe - Form of Financial Reporting	.20	70.00
03/01/02 JSF	Examine Documents Shapokee Utility Motion	.30	105.00
03/01/02 SMP	Examine Documents Review motion of Shakopee Pub. Ut. For adequate protection.	.30	58.50
03/01/02 SMP	Memo Summarize motion of Shakopee Pub. Ut. For adequate protection.	.60	117.00
03/01/02 TAP	Examine Documents summary of Adequate Assurance Requests	.20	45.00
03/01/02 DHB	Examine Documents Review and Analysis of Licensing Agreement re: MSO IP Holdings.	2.30	678.50
03/02/02 JSF	Examine Documents Preferred Securities Offering Docs and SEC Docs	.60	210.00
03/03/02 SLH	Examine Documents MOTION ON JACQUELINE SMITH AND KATHY IRELAND	.30	178.50
03/03/02 SLH	Examine Documents MARTHA STEWART, JOE BOXER, ETC. MOTIONS	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 27

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 GBR	Review of Documents SURETY STIP	.20	119.00
03/04/02 SLH	Examine Documents SURETY MATERIAL	.20	119.00
03/04/02 GBR	Telephone Call(s) M. EISENBAND RE: SCHEDULES	.10	59.50
03/04/02 GBR	Telephone Call(s) V. DURRER RE: BANK DOC PRODUCTION	.20	119.00
03/04/02 GBR	Review of Documents PRE-PETITION FINANCIAL INFORMATION	.40	238.00
03/04/02 EMA	Examine Documents various business plans, 10Qs, 10Ks	.70	108.50
03/04/02 JSF	Examine Documents Motions re: Assumption of License Agreements	.30	105.00
03/04/02 JSF	Examine Documents Utilities Motions/Objections	1.30	455.00
03/04/02 JSF	Examine Documents Adequate Assurance Motions re: Utilities	.50	175.00
03/04/02 SMP	Examine Documents Review S. Cal Edison objection.	.70	136.50
03/04/02 SMP	Memo Memo re: S. Cal Edison objection.	.70	136.50
03/04/02 SMP	Memo Review and summarize statement of United Power.	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 28

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 TAP	Memo Review and Summarize Debtors reply to Haas Racing Objection	.60	135.00
03/04/02 TAP	Memo Review and summarize summons objections to Utilities motion	.80	180.00
03/04/02 JAS	Examine Documents review of licensing agreements and drafting of memo re same	.50	197.50
03/05/02 WMS	Exam. of Documents re: IP portfolio	.40	238.00
03/05/02 SLH	Review Financial Documents GLOBAL CREDIT REPORT	.20	119.00
03/05/02 SLH	Examine Documents VENDOR COMPLAINT LIST	.20	119.00
03/05/02 SLH	Examine Documents HARTFORD REPLY	.10	59.50
03/05/02 JSF	Examine Documents Licenses - Royalty Data	1.20	420.00
03/05/02 JSF	Telephone Call(s) B. Davies re: Surety Program	.20	70.00
03/05/02 JSF	Examine Documents Cap Ex Expenditures	.30	105.00
03/05/02 JSF	Research Articles re: Martha Stewart Licensing Agreement	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 29

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/05/02 JAS	Examine Documents Review licensing agreements and draft of memo re same	.50	197.50
03/06/02 JSF	Examine Documents Surety Bond Motion	.50	175.00
03/06/02 JSF	Examine Documents License Agreement Motions	.50	175.00
03/06/02 JTM	Examine Documents financial documents	.30	46.50
03/06/02 JAS	Examine Documents Continue review of licensing agreements and drafting of memo re same	3.40	1,343.00
03/07/02 WMS	Review File SEC Documents	.40	238.00
03/07/02 GBR	Telephone Call(s) M. KNOLL RE: LICENSE AGREEMENTS, SEC INVESTIGATION	.70	416.50
03/07/02 JSF	Telephone Call(s) KPMG - 2x -License Agreements	1.30	455.00
03/07/02 JSF	Examine Documents Internal Audit Issues	.30	105.00
03/07/02 JSF	Examine Documents Cure amounts re: licenses	.80	280.00
03/07/02 JSF	Examine Documents Surety Bond Term Sheet	1.50	525.00
03/07/02 TAP	Memo Review and Summary of Surety Motion	3.20	720.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 30

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/07/02 TAP	Examine Documents Summarize Surety Order as drafted by Sureties	2.90	652.50
03/07/02 TAP	Memo re: Florida DOL motion for authority to revoke Debtors' self insurance privileges	.20	45.00
03/07/02 JAS	Examine Documents review of Kmart/MSO licensing agreement	2.50	987.50
03/07/02 JAS	Memo drafting memo and comparison chart of MSO Licensing Agreement	2.40	948.00
03/07/02 JAS	Examine Documents review of Disney Licensing Agreement	1.60	632.00
03/07/02 JAS	Memo Work on comparison chart of various license agreements and review of information	2.20	869.00
03/08/02 SLH	Review Financial Documents FLEMING REPORT	.10	59.50
03/08/02 SLH	Review Financial Documents RE PWC YEAR END REPORT	.20	119.00
03/08/02 SLH	Telephone Call(s) - Accountant W/KNOWLES RE VENDOR ISSUES	.20	119.00
03/08/02 GBR	Review of Documents CAP EX Budget for 2002	.20	119.00
03/08/02 JSF	Examine Documents Licenses/Motions for Assumption	2.60	910.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 31

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/08/02 JSF	Telephone Call(s) KPMG - Consignment, Licenses, GOBs	.70	245.00
03/08/02 JSF	Telephone Call(s) D. Kolin re: Surety Bonds	.20	70.00
03/08/02 JSF	Correspondence Kmart of Michigan License Agreements to L. Ashe	.20	70.00
03/08/02 JAS	Examine Documents Review of GH Productions licensing agreement	2.00	790.00
03/08/02 JAS	Memo Memo and comparison chart re G.H. Licensing Agreement	1.80	711.00
03/08/02 JAS	Examine Documents Review KIWW Licensing Agreement	1.00	395.00
03/08/02 JAS	Memo re KIWW licensing agreement and comparison memo re same	2.40	948.00
03/08/02 JAS	Examine Documents Review financial summary re MSO and compare with information in MSO License Agreement	2.20	869.00
03/09/02 SLH	Examine Documents LICENSE ANALYSIS	.20	119.00
03/09/02 SLH	Examine Documents SURETY MOTION AND MEMO	.40	238.00
03/09/02 SLH	Examine Documents OPERATIONS ANALYSIS, ARTICLES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 32

JUNE 11, 2002
BILL NO: 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/10/02 JAS	Examine Documents memos re various licensing agreements and comparison chart of important terms, rates, products, etc.	2.50	987.50
03/11/02 GBR	Telephone Call(s) M. Knoll re: License Analysis	.30	178.50
03/11/02 GBR	Review of Documents Travelers Surety Motion	.30	178.50
03/11/02 GBR	Prepare Papers License Agreement Summary	1.40	833.00
03/11/02 GBR	Review of Documents Martha Stewart Financial Analysis	.50	297.50
03/11/02 GBR	Telephone Call(s) Conf. Call with M. Knoll et al. re: License Risk	.80	476.00
03/11/02 JSF	Telephone Call(s) KPMG re: Licenses/License Agreements and Management	1.40	490.00
03/11/02 JSF	Telephone Call(s) B. Davies re: Surety Program	.20	70.00
03/11/02 JSF	Examine Documents Surety Program - potential risk	1.00	350.00
03/11/02 JSF	Telephone Call(s) D. Kolin re: Surety Program	.30	105.00
03/11/02 JSF	Examine Documents Kmart of Michigan Documents	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 33

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 JSF	Examine Documents re: supplemental Surety Motion	.40	140.00
03/11/02 DJL	Examine Documents Reviewed Debtors motion re rejection of Floorgraphics contract	.50	97.50
03/11/02 DJL	Memo Summary of Debtors motion re rejection of Floorgraphics contract	.50	97.50
03/11/02 TAP	Examine Documents Travelers Surety Term Sheet and Motion	.40	90.00
03/11/02 TAP	Memo re: Travelers Surety Term Sheet and Motion	.40	90.00
03/11/02 TAP	Telephone Call(s) - Debtor's Attorney G. Kolin re: Surety issues	.30	67.50
03/11/02 TAP	Telephone Call(s) - Accountant B. Davies re: Surety issues	.20	45.00
03/11/02 JAS	Examine Documents Continue review of MSO Licensing Agreement and drafting of memo re same	1.50	592.50
03/11/02 JAS	Examine Documents Continue review of Joe Boxer Licensing Agreement and drafting of memo re same	1.60	632.00
03/11/02 JAS	Examine Documents Continue review of GH Productions Licensing Agreement and drafting of memo re same	2.90	1,145.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 34

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 JAS	Examine Documents Continue review of Disney Licensing Agreement and drafting of memo re same	2.50	987.50
03/12/02 WMS	Exam. of Documents Debtor's Financial Information	.30	178.50
03/12/02 SLH	Examine Documents J. SMITH ISSUES	.10	59.50
03/12/02 SLH	Conference out of Office W/BETTINA WHYTE RE TURNAROUND ISSUES	.60	357.00
03/12/02 JSF	Examine Documents Summaries re: Assumption Issues	1.80	630.00
03/12/02 JSF	Examine Documents Floorgraphics Motion	.30	105.00
03/12/02 JSF	Examine Documents Surety Bond Motion and Economics	.50	175.00
03/12/02 JTM	Review File re: Trademark Documents	.30	46.50
03/12/02 DJL	Examine Documents RE: SURETY BOND ISSUES	.50	97.50
03/12/02 DJL	Examine Documents re: Royalty payments	.20	39.00
03/12/02 TAP	Memo re Surety Motion	1.20	270.00
03/12/02 JAS	Memo Draft internal memo re summaries of licensing agreements and sensitive/confidential information	2.80	1,106.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 35

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 JAS	Examine Documents review of various licensing agreements and memoranda re same (5 memoranda)	3.90	1,540.50
03/12/02 JAS	Examine Documents Review memos on various licensing agreements and prepare with GBR for CC meeting	1.60	632.00
03/13/02 WMS	Review File Financial Information of Debtor	.30	178.50
03/13/02 EMA	Examine Documents Motions re: March 20 hearing	.60	93.00
03/13/02 JSF	Telephone Call(s) M. Knoll re: Critical Vendor Payment	.10	35.00
03/13/02 DJL	Examine Documents Reviewed License Agreements	.60	117.00
03/13/02 TAP	Examine Documents draft of surety order	1.20	270.00
03/14/02 SLH	Examine Documents KMART INTERCOMPANY ISSUES	.10	59.50
03/14/02 SLH	Review Financial Documents KMART GRID ON NOTES	.20	119.00
03/14/02 SLH	Examine Documents SURETY MATERIAL	.40	238.00
03/14/02 JSF	Examine Documents Kmart of Michigan Promissory Note Grid	.20	70.00
03/14/02 JSF	Telephone Call(s) M. Knoll re: Schedules and Vendor Subcc	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 36

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 JSF	Correspondence L. Lattig re: Vendor Subcc Call	.10	35.00
03/14/02 JSF	Research License Assumption Issues	.60	210.00
03/14/02 JTM	Examine Documents financial documents, reports	.30	46.50
03/14/02 TAP	Memo re: Surety program	1.70	382.50
03/15/02 WMS	Exam. of Documents Debtor's Financial Information	.20	119.00
03/15/02 SLH	Examine Documents SURETY DOCUMENTS	.40	238.00
03/15/02 SLH	Review Financial Documents BOND ORDER	.30	178.50
03/15/02 JSF	Telephone Call(s) L. Ashe re: Consignment Issues, Agency Agreements, Leases and Penske	.30	105.00
03/15/02 JSF	Examine Documents Revised Surety Motion	.30	105.00
03/15/02 JSF	Research Notice of Lien Requirements	.40	140.00
03/15/02 TAP	Memo Revise summary of Surety Order	1.50	337.50
03/15/02 JAS	Examine Documents Kmart of Michigan documents and review of research re same	4.50	1,777.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 37

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/17/02 DJL	Examine Documents Reviewed revised surety order	.40	78.00
03/18/02 WMS	Exam. of Documents Debtor's Financial Information	.20	119.00
03/18/02 SLH	Examine Documents JAS/SURETY FACTS	.20	119.00
03/18/02 SLH	Examine Documents CAPITAL OBJECTION TO SURETY - BONDHOLDERS	.20	119.00
03/18/02 SLH	Examine Documents NEW PLAN OBJECTION TO SURETY MOTION	.20	119.00
03/18/02 SLH	Examine Documents FLOORGRAPHICS EXCHANGE	.20	119.00
03/18/02 SLH	Review Financial Documents FLASH REPORT	.20	119.00
03/18/02 SLH	Examine Documents JAS/SURETY ISSUES	.50	297.50
03/18/02 SLH	Examine Documents BRANDYWINE RESPONSE TO SURETY	.10	59.50
03/18/02 DJL	Examine Documents Reviewed FLOORgraphics, Inc.'s Preliminary Objection and Motion	.40	78.00
03/18/02 DJL	Memo Summary of FLOORgraphics, Inc.'s Preliminary Objection and Motion	.40	78.00
03/18/02 TAP	Telephone Call(s) - Accountant L. Ashe, B. Davies re: Surety Program	.50	112.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 38

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/18/02 TAP	Memo revise analysis of Surety Program	1.50	337.50
03/18/02 JAS	Examine Documents Continue review of D&O issues and litigation documents in D.E. & J LLP v. Conaway	1.80	711.00
03/18/02 JAS	Conference/ Accountants T/c Lisa Ashe and Brian Davies re Surety Bonds issues	.60	237.00
03/19/02 SLH	Conference out of Office W/KPMG ABACUS RE SURETY, CONSIGNMENT, ETC.	1.50	892.50
03/19/02 SLH	Examine Documents FLOORGRAPHICS PLEADINGS	.20	119.00
03/19/02 SLH	Examine Documents KRAVCO OBJECTION ON SURETIES	.20	119.00
03/19/02 AW	Diary & Docket ext. stmt & schedules	.20	31.00
03/19/02 DJL	Examine Documents Motions for 3/20 hearing	.60	117.00
03/19/02 TAP	Telephone Call(s) - Debtor's Attorney D. Kolin re surety program	.50	112.50
03/19/02 TAP	Telephone Call(s) - Accountant Lisa Ashe re surety program (x2)	.40	90.00
03/19/02 TAP	Examine Documents New Plan Objection to surety program	.70	157.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 39

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/19/02 TAP	Examine Documents Capital Factors Objection to surety program	.80	180.00
03/19/02 TAP	Memo re revised surety order	.30	67.50
03/19/02 TAP	Examine Documents Revised surety order	1.50	337.50
03/19/02 TAP	Telephone Call(s) - Debtor's Attorney D. Kolin re further revisions to surety order	.20	45.00
03/19/02 TAP	Examine Documents further revisions to surety orders	1.10	247.50
03/20/02 WMS	Review File Business issues re: Licenses	.40	238.00
03/20/02 ENS	Examine Documents SURETY ORDER	.20	95.00
03/20/02 TAP	Telephone Call(s) - Creditor's Atty/Rep SLH, re sureties order changes	.30	67.50
03/20/02 TAP	Telephone Call(s) - Debtor's Attorney D. Kolin, re sureties order changes	.20	45.00
03/20/02 TAP	Examine Documents Sureties revisions to proposed Surety Order	.80	180.00
03/20/02 TAP	Examine Documents Skadden Comments to Surety Order	.30	67.50
03/20/02 TAP	Examine Documents surety order	.10	22.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 40

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/20/02 TAP	Examine Documents Revisions to Travelers Indemnity Agreement	.40	90.00
03/20/02 JAS	Review Financial Documents financing documents re KPI	3.50	1,382.50
03/21/02 WMS	Review File SEC Documents	.30	178.50
03/21/02 SLH	Review Financial Documents CLARKE VENDOR ANALYSIS	.20	119.00
03/21/02 SLH	Examine Documents SURETY ORDER/BOTICA, SCHROCK	.40	238.00
03/21/02 SLH	Examine Documents FLOORGRAPHICS MATERIAL	.20	119.00
03/21/02 SLH	Examine Documents RESPONSE TO FLOORGRAPHICS	.20	119.00
03/21/02 SLH	Examine Documents TRAVELERS PLEADINGS	.40	238.00
03/21/02 SLH	Examine Documents TAP/SURETY ISSUES	.30	178.50
03/21/02 EMA	Examine Documents various financial reports	.60	93.00
03/21/02 EMA	Review Involuntary Petition various financing documents	.60	93.00
03/21/02 DJL	Telephone Call(s) - Debtor's Attorney Phone calls with J. Wharton re Floorgraphics	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 41

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/21/02 DJL	Examine Documents Debtors response and Floorgraphics Second Preliminary Response	1.30	253.50
03/21/02 DJL	Memo Summary of Debtors response and Floorgraphics Second Preliminary Response	1.70	331.50
03/21/02 TAP	Examine Documents Review further revised Surety Order	1.50	337.50
03/21/02 TAP	Examine Documents Revised Travelers Indemnity Agreement	.70	157.50
03/21/02 TAP	Telephone Call(s) - Creditor's Atty/Rep w/Schrock, Botica re: Surety issues	.30	67.50
03/21/02 TAP	Examine Documents w/SLH re: comments to Surety Order	.30	67.50
03/21/02 TAP	Telephone Call(s) - Accountant w/M. Knoll re: Surety Order	.10	22.50
03/21/02 TAP	Examine Documents Travelers Term Sheet	.60	135.00
03/21/02 TAP	Telephone Call(s) w/Botica, Schrock, Kolin, Surety Counsel re: Surety Order comments	.50	112.50
03/21/02 TAP	Examine Documents Status of Surety Motion Order and Hearing	.10	22.50
03/21/02 TAP	Memo Status of Surety Motion Order	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 42

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 PF	Examine Documents RE: KPI/GUARANTEE	.30	154.50
03/22/02 CAP	Examine Documents Weekly financial updates, financing documents, investor meeting	.50	77.50
03/22/02 TAP	Letter-Debtor's Attorney L. Hiestand re: Vendor Subcommittee meeting	.60	135.00
03/25/02 WMS	Exam. of Documents Debtor's Financial Information	.40	238.00
03/25/02 SLH	Telephone Call(s) - Accountant W/EISENBAND RE J. ALIX NOTE	.20	119.00
03/25/02 SLH	Examine Documents SEC COMPLIANCE MATERIAL	.20	119.00
03/25/02 GBR	Telephone Call(s) E. IVESTER RE: SEC INVESTIGATION	.20	119.00
03/25/02 JSF	Examine Documents Floorgraphics Motions and Responses	.60	210.00
03/25/02 JSF	Telephone Call(s) Lisa Ashe 2x re: Consignment and Service Providers	.30	105.00
03/25/02 JTM	Examine Documents financial documents, reports	.30	46.50
03/25/02 SMP	Examine Documents Review order re: assumption of Martha Stewart license	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 43

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 SMP	Examine Documents Review order re: assumption of Joe Boxer license	.30	58.50
03/25/02 SMP	Examine Documents Review order re: assumption of Jaclyn Smith license	.30	58.50
03/25/02 SMP	Examine Documents Review order re: assumption of Kathy Ireland license	.30	58.50
03/25/02 SMP	Examine Documents Review order re: assumption of Disney license	.30	58.50
03/25/02 DJL	Examine Documents Reviewed Minute Order re Floorgraphics	.20	39.00
03/25/02 DJL	Memo Foorgraphics summary	.70	136.50
03/25/02 TAP	Telephone Call(s) - Debtor's Attorney T. Smith re: Footstar/Service Provider	.10	22.50
03/26/02 SLH	Review Financial Documents KPMG REPORT	.20	119.00
03/26/02 CAP	Review File Consignment and licensing agreements	.40	62.00
03/26/02 ENS	Examine Documents SUMMARIES - LICENSE AGREEMENTS	.70	332.50
03/27/02 SLH	Review Financial Documents VENDOR COMPLAINT MATERIAL	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 44

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/27/02 SLH	Telephone Call(s) - Creditors Committee W/LIPKIND RE VENDOR MEETING	.20	119.00
03/27/02 SLH	Examine Documents FLOORGRAPHICS ANALYSIS	.10	59.50
03/27/02 JSF.	Telephone Call(s) L. Ashe and M. Knoll re: Kmart Departures and Due Diligence Requests	.50	175.00
03/27/02 JSF	Examine Documents Corporate Structure	.30	105.00
03/27/02 JTM	Examine Documents financial documents	.30	46.50
03/27/02 JAS	Examine Documents Work on license agreements and review of additional materials	.50	197.50
03/28/02 ENS	Examine Documents FLASH REPORT FORMAT	.20	95.00
03/28/02 JSF	Examine Documents Debtors' Flash Report	.20	70.00
03/28/02 JSF	Telephone Call(s) Larry Lattig re: Vendor Subcommittee Meeting	.10	35.00
03/28/02 JSF	Examine Documents Skadden Presentation to Committee - Financials	.60	210.00
03/28/02 SMP	Examine Documents review Kmart 2001 proxy	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 45

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 SMP	Examine Documents review Advantica 2001 proxy	.90	175.50
03/28/02 SMP	Examine Documents review Kmart flash report	.20	39.00
03/29/02 SLH	Review Financial Documents OPERATING REPORT	.50	297.50
03/29/02 SLH	Review Financial Documents NEWS REPORTS ON LOSSES	.20	119.00
03/29/02 SLH	Review Financial Documents FLASH REPORT/ASHE	.20	119.00
03/29/02 SLH	Examine Documents L'OREAL RETURN LETTER	.10	59.50
03/29/02 SLH	Telephone Call(s) - Accountant W/ASHE RE OPERATING REPORTS	.20	119.00
03/29/02 JSF	Examine Documents Amended Utilities Notice	.10	35.00
04/01/02 SLH	Telephone Call(s) - Debtor W/KOCH RE FINANCIAL ISSUES	.20	119.00
04/01/02 SLH	Review Financial Documents OPERATING REPORT	.20	119.00
04/01/02 SLH	Telephone Call(s) - Accountant W/ASHE RE FLASH REPORT	.10	59.50
04/01/02 JSF	Examine Documents Operating Report	.20	70.00
04/01/02 JSF	Examine Documents Pre-Petition Payments	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 46

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/01/02 JTM	Review File operating reports, financial documents	.30	46.50
04/01/02 SMP	Examine Documents review documents re: Jan and Feb sales and operations	.40	78.00
04/01/02 JAS	Examine Documents Continue review of Kmart of Michigan docs, loan docs, etc.	.90	355.50
04/02/02 WMS	Review File Debtor's Financial Information	.40	238.00
04/02/02 SLH	Review Financial Documents KPMG REPORT	.20	119.00
04/02/02 GBR	Review of Documents FLASH REPORT	.20	119.00
04/02/02 JSF	Examine Documents Financial Update - Sales	.10	35.00
04/02/02 JAS	Examine Documents Review of Kmart of Michigan docs	.40	158.00
04/03/02 GBR	Review of Documents FINANCIAL CC ISSUES	.40	238.00
04/03/02 JSF	Telephone Call(s) 2x L. Ashe re: Agenda Items , Status of Information Requests and Vendor Issues	.50	175.00
04/03/02 JAS	Examine Documents Continue review of Kmart of Michigan documents and prepare notes and comments re same	1.10	434.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 47

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 SLH	Review Financial Documents FLASH REPORT	.20	119.00
04/04/02 GBR	Review of Documents operations update	.20	119.00
04/04/02 EMA	Examine Documents various financial documents, monthly operating reports	.60	93.00
04/04/02 JSF	Examine Documents Sales Update	.20	70.00
04/04/02 JSF	Memo Motion re: Rejection of Diversified Business Solutions Contract	.40	140.00
04/04/02 JSF	Memo Motion re: Rejection of Agreement with HMG Worldwide	.50	175.00
04/04/02 JSF	Memo Motion to Reject Agreements with Sun Microsystems	.30	105.00
04/04/02 TAP	Examine Documents Motion for Protective Order	.50	112.50
04/04/02 TAP	Memo re: Motion for Protective Order	.80	180.00
04/04/02 MIR	Examine Documents weekly financial reports	.70	108.50
04/05/02 SLH	Review Financial Documents FLASH REPORT	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 48

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 GBR	Telephone Call(s) E. IVESTER RE: PENSKE CLOSINGS	1.50	892.50
04/05/02 JSF	Examine Documents Penske Agreements	.30	105.00
04/05/02 JSF	Examine Documents Kmart of Michigan Corporate Documents	.40	140.00
04/08/02 SLH	Examine Documents PENSKE REPORT	.20	119.00
04/08/02 SLH	Review Financial Documents KPMG REPORT TO C/C	.40	238.00
04/08/02 SLH	Review Financial Documents FLASH REPORT	.20	119.00
04/08/02 GBR	Review of Documents PENSKE TRO PAPERS	1.60	952.00
04/08/02 GBR	Telephone Call(s) M. KNOLL RE: PENSKE CLAIMS	.30	178.50
04/08/02 GBR	Telephone Call(s) L. ASHE RE: KPMG CC REPORT	.30	178.50
04/08/02 PF	Examine Documents OPERATIONS UPDATE - PENSKE	.20	103.00
04/08/02 JSF	Examine Documents Penske Agreements	1.30	455.00
04/08/02 JSF	Examine Documents Penske Emergency Motion	1.40	490.00
04/08/02 JSF	Examine Documents Sales and Pre-Petition Payments Update	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 49

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 JSF	Telephone Call(s) L. Ashe re: Penske and C/C Meeting	.20	70.00
04/08/02 JSF	Examine Documents KPMG Financial Report to Committee	.60	210.00
04/08/02 TAP	Examine Documents Penske LLC Agreement	2.30	517.50
04/08/02 TAP	Examine Documents Penske Transition Agreement	2.40	540.00
04/08/02 TAP	Examine Documents Transcript of 4/6 Penske Hearing re: TRO	1.30	292.50
04/08/02 MIR	Examine Documents weekly financial statements	.40	62.00
04/08/02 MIR	Examine Documents news articles and periodicals	.50	77.50
04/09/02 SLH	Examine Documents SAN DIEGO UTILITY PLEADING	.20	119.00
04/09/02 GBR	Examine Documents PENSKE HEARING RESULTS	.40	238.00
04/09/02 GBR	Telephone Call(s) CONF CALL W. E. IVESTER, M. BOTICA RE: PENSKE RESOLUTION	.30	178.50
04/09/02 GBR	Review of Documents NEW VENDOR LETTER	.20	119.00
04/09/02 GBR	Examine Documents PENSKE SETTLEMENT	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 50

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/09/02 JSF	Telephone Call(s) Eric Ivester re: Penske	.60	210.00
04/09/02 JSF	Examine Documents Amended Complaint against Penske	1.00	350.00
04/09/02 JSF	Examine Documents Debtors' Motion for Preliminary Injunction against Penske	.30	105.00
04/09/02 JSF	Examine Documents Memo of Law in Support of Preliminary Injunction against Penske	.90	315.00
04/09/02 JSF	Examine Documents Possible Penske Resolution	.70	245.00
04/09/02 TAP	Telephone Call(s) - Debtor's Attorney E. Ivester re: Penske Negotiations	.30	67.50
04/09/02 TAP	Examine Documents Adversary Complaint/Penske	1.30	292.50
04/09/02 MIR	Examine Documents financial documents	1.20	186.00
04/11/02 SLH	Review Financial Documents KPMG REPORT	.30	178.50
04/11/02 SLH	Review Financial Documents FLASH REPORT	.20	119.00
04/11/02 GBR	Review of Documents ADEQUATE ASSURANCE UTILITY MOTION	.20	119.00
04/11/02 ENS	Examine Documents Sales status	.30	142.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 51

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 JAS	Examine Documents review of Kmart of Michigan corporate documents	1.10	434.50
04/11/02 MIR	Examine Documents weekly financial reports	.70	108.50
04/12/02 SLH	Examine Documents ADEQUATE ASSURANCE ON UTILITIES	.20	119.00
04/12/02 SLH	Examine Documents PENSKE ORDER/STIPULATION	.10	59.50
04/12/02 SLH	Review Financial Documents DEBTOR BOOK FROM C/C MEETING	.40	238.00
04/12/02 SLH	Examine Documents KMART MICHIGAN ANALYSIS/JAS	.20	119.00
04/12/02 BEK	Obtaining Copies of Court Records Docket Sheet Update	.40	62.00
04/12/02 JSF	Examine Documents Kmart of Michigan Document Analysis	.50	175.00
04/12/02 SMP	Examine Documents Review documents re: Martha Stewart brand items	.20	39.00
04/12/02 DJL	Examine Documents RE: KMART TRADEMARKS	.70	136.50
04/12/02 JAS	Examine Documents Continued review of Kmart of Michigan Documents received from SASM&F this week	4.60	1,817.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 52

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 JAS	Memo Memo to JSF re documents reviewed in Kmart of Michigan matter and review of documents with her re same	.20	79.00
04/12/02 JAS	Memo Memo to SLH and GBR re documents reviewed in Kmart of Michigan matter	.60	237.00
04/12/02 JAS	Research Research re Kmart of Michigan issues, fiduciary responsibilities, corporate governance issues, fraudulent conveyance, etc.	1.50	592.50
04/15/02 SLH	Examine Documents KMART OF MICHIGAN MATERIAL	.20	119.00
04/15/02 GBR	Review of Documents PENSKE SETTLEMENT AGREEMENT MOTION	.40	238.00
04/15/02 GBR	Review of Documents LA DARLING REJECTION MOTION	.30	178.50
04/15/02 JSF	Examine Documents Kmart of Michigan Assignment Agreement	.40	140.00
04/15/02 JSF	Examine Documents Sales and Availability Update	.30	105.00
04/15/02 JSF	Examine Documents Payments re Pre-Petition Claims	.30	105.00
04/15/02 SMP	Examine Documents review documents re: exclusivity	.10	19.50
04/15/02 DJL	Examine Documents Reviewed Penske documents	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 53

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 JAS	Examine Documents Continue work on review of KMI documents and MI corporate law, etc.	6.80	2,686.00
04/15/02 JAS	Memo Memo to TAP and JSF re KMI issues relevant to research of legal and financial issues	.80	316.00
04/15/02 JAS	Memo Draft memo to SLH and GBR re chronology of events w/r/t Kmart Properties Inc and KMI	2.00	790.00
04/16/02 GBR	Telephone Call(s) P. THORNER RE: GROSS MARGIN COMPONENTS	.30	178.50
04/16/02 GBR	Telephone Call(s) L. ASHE RE: PLANE LEASES, MARCH RESULTS	.30	178.50
04/16/02 GBR	Examine Documents RE: PENSKE SETTLEMENT	.40	238.00
04/16/02 ENS	Examine Documents KPMG report from Official Committee of Unsecured Creditors MTG.	.40	190.00
04/16/02 JSF	Telephone Call(s) KPMG re: Update on Negotiations with Finance Committee	.30	105.00
04/16/02 JSF	Examine Documents Schedules and Statements	.30	105.00
04/16/02 JSF	Telephone Call(s) L. Ashe re: Schedules	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 54

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 JSF	Examine Documents Surety Bond Order	.70	245.00
04/16/02 JSF	Examine Documents Notice of Application of Collateral re: Surety Bonds	.30	105.00
04/16/02 JSF	Examine Documents Kmart of Michigan Issues re: Schedules	.50	175.00
04/16/02 JSF	Examine Documents Distressed Digest re: Kmart of Michigan	.60	210.00
04/16/02 DJL	Examine Documents Debtors' Motion re rejection of L.A. Darling agreements	.70	136.50
04/16/02 DJL	Memo Summary re Debtors' Motion re rejection of L.A. Darling agreements	.60	117.00
04/16/02 DJL	Examine Documents L.A. Darling's motion to compel	.50	97.50
04/16/02 DJL	Memo Summary re L.A. Darling's motion to compel	.50	97.50
04/16/02 TAP	Review File SURETY ORDER RE: TRAVELERS NOTICE OF APPLICATION OF COLLATERAL	.30	67.50
04/16/02 TAP	Telephone Call(s) - Debtor's Attorney J, WHARTON RE: SOFAs	.10	22.50
04/16/02 JAS	Examine Documents Continue work on review of voluminous KMI documents and MI corporate law, etc.	2.10	829.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 55

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 JAS	Memo Edit memo to SLH and GBR re Kmart of Michigan timeline and continued review of various documents	1.00	395.00
04/16/02 JAS	Memo Edit memo re KMI issues	1.20	474.00
04/16/02 JAS	Memo Memo to TAP and JSF re By Laws and other info re KMI	.40	158.00
04/16/02 JAS	Telephone Call(s) - Creditor's Atty/Rep Several t/cs Kristin Rooney at SASMF re documents produced in response to Peter Pantaleo's request	.50	197.50
04/16/02 JAS	Examine Documents Review of Lehman Distressed Digest re info on trading in Kmart claims	.80	316.00
04/16/02 JAS	Examine Documents Review research re claims issues and bank debt, etc.	1.10	434.50
04/17/02 SLH	Examine Documents JAS/KMART OF MICHIGAN STATUS	.20	119.00
04/17/02 SLH	Examine Documents KMART OF MICHIGAN REVIEW	.20	119.00
04/17/02 JSF	Examine Documents Debtors' Committee Presentation re: Business Update and Recent Developments	.70	245.00
04/17/02 JSF	Examine Documents KPMG Presentation re: Financial Results	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 56

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 SMP	Examine Documents Review Lehman Bros. Report	.40	78.00
04/17/02 TAP	Review File KMART OF MICHIGAN DOCUMENTS	.50	112.50
04/17/02 TAP	Telephone Call(s) - Debtor's Attorney W/ J. WHARTON RE: APPEALS AND SOFAS	.20	45.00
04/17/02 TAP	Telephone Call(s) - Accountant S. GUMBS RE: SOFAS	.10	22.50
04/17/02 JAS	Examine Documents Continue review of voluminous financial/loan documents	2.80	1,106.00
04/17/02 JAS	Telephone Call(s) Tcs Lisa Ashe re KMI issues and review of schedules	.50	197.50
04/17/02 JAS	Telephone Call(s) Tcs and emails to Kristin Rooney re documents produced, or summaries of documents, sent to Peter Pantaleo	.50	197.50
04/17/02 JAS	Research Continue research and review same and chronology issues with SLH	1.90	750.50
04/17/02 JAS	Memo Memos to SLH re timing of transfer of Michigan assets to KMI and liquidation and merger of KPI into KM and review facts with SLH re same	1.00	395.00
04/18/02 SLH	Examine Documents KOCH/SCHEDULES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 57

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 SLH	Review Financial Documents FLASH REPORT	.20	119.00
04/18/02 SLH	Telephone Call(s) - Debtor's Attorney W/KELLY/IVESTER RE FINANCE COMMITTEE ISSUES	.40	238.00
04/18/02 SLH	Memo RE PEARCE CALL	.10	59.50
04/18/02 JSF	Examine Documents Critical Vendor Payments	.30	105.00
04/18/02 JSF	Telephone Call(s) L. Ashe re: Kmart of Puerto Rico	.20	70.00
04/18/02 JAS	Examine Documents Continue review of KMI documents and various loans	1.50	592.50
04/19/02 JSF	Examine Documents Statement of Issues on Appeal re: Surety Bonds	.30	105.00
04/19/02 SMP	Examine Documents review documents re: Kmart of Michigan	.30	58.50
04/19/02 JAS	Memo Tc with and memo to Lisa Ashe at KPMG re chronology	.50	197.50
04/19/02 JAS	Examine Documents Review documents sent by K Rooney and requested by Peter Pantaleo re KMI issues, etc.	1.80	711.00
04/19/02 MIR	Review File debtors' financials	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 58

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/20/02 WMS	Correspondence w/ Client's Counsel Debtor's Financial Information	.30	178.50
04/22/02 SLH	Examine Documents ORKIN REPLY	.20	119.00
04/22/02 GBR	Review of Documents KMART MICHIGAN DOCUMENTATION	.70	416.50
04/22/02 DJL	Examine Documents re Kmart Trademarks	.80	156.00
04/22/02 JAS	Examine Documents Review SLH questions and comments re Lehman article on Kmart debt and begin draft of memo re same	1.00	395.00
04/22/02 JAS	Memo Draft memo re SLH questions and comments to Lehman article on Kmart bank debt issues	1.00	395.00
04/23/02 SLH	Telephone Call(s) - Creditor W/DIETZ RE MARTHA STEWART	.10	59.50
04/23/02 SLH	Review Financial Documents MONTHLY REPORT	.20	119.00
04/23/02 SLH	Examine Documents ADEQUATE DETERMINATION MOTION EXHIBITS	.20	119.00
04/23/02 SLH	Examine Documents KMART MICHIGAN UPDATE	.20	119.00
04/23/02 ENS	Examine Documents LEHMAN BROTHERS REPORT RE: KMART OF MICHIGAN	.40	190.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 59

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 JSF	Examine Documents Pre-petition payments to vendors	.90	315.00
04/23/02 DJL	Examine Documents Monthly Operating Report	.30	58.50
04/23/02 JAS	Examine Documents Continued review of financial information re KMI	.80	316.00
04/24/02 SLH	Examine Documents W/KOCH RE FINANCIAL REPORTING	.10	59.50
04/24/02 SLH	Review Financial Documents OPERATING REPORT	.20	119.00
04/24/02 SLH	Examine Documents W/KOCH RE FINANCIAL REPORTING	.30	178.50
04/24/02 JAS	Examine Documents Continued review of financial information re KMI	1.70	671.50
04/25/02 JSF	Telephone Call(s) L. Ashe re: Schedules and Consignment	.20	70.00
04/25/02 JSF	Telephone Call(s) J. Kelley re: SEC	.10	35.00
04/25/02 JSF	Examine Documents Schedule Information on CD-ROM	.30	105.00
04/25/02 JAS	Telephone Call(s) Tc Henry Abrams at Saul Ewing re Owens Corning case and reliance issues, etc.	.60	237.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 60

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/25/02 JAS	Memo Memo to SLH re KMI research and discussion with SLH re same	.80	316.00
04/25/02 JAS	Research Research re reliance issues under MI law and related bank debt questions	.60	237.00
04/26/02 GBR	Telephone Call(s) M. KNOLL & L. ASHE RE: CONSIGNMENT, YR. END RESULTS	.50	297.50
04/26/02 GBR	Telephone Call(s) J. STANTON RE: SOLVENCY ANALYSIS	.20	119.00
04/26/02 JSF	Telephone Call(s) Update from KPMG - Meetings at Company	.30	105.00
04/26/02 MIR	Examine Documents accounting documents and specific financials	1.10	170.50
04/29/02 SLH	Examine Documents REVIEWED ADEQUATE ASSURANCE MOTION	.20	119.00
04/29/02 SLH	Telephone Call(s) - Accountant W/LATTIG RE COSMETICS	.20	119.00
04/29/02 SLH	Telephone Call(s) - Creditors Committee GBR/GARY SHAPIRO RE 10K	.20	119.00
04/29/02 GBR	Telephone Call(s) L. LATTIG RE: YEAR END RESULTS	.20	119.00
04/29/02 GBR	Telephone Call(s) L. ASHE RE: YR. END RESULTS	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 61

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/02 GBR	Telephone Call(s) U. PAIK RE: CONSIGNMENT OBJ.	.30	178.50
04/29/02 GBR	Review of Documents ADEQUATE ASSURANCE DETERMINATION MOTION	.20	119.00
04/29/02 GBR	Telephone Call(s) A. KOCH RE: YR. END FIN. STATEMENTS	.20	119.00
04/29/02 GBR	Telephone Call(s) G. SHAPIRO RE: 4/30 FIN. MTG.	.20	119.00
04/29/02 GBR	Telephone Call(s) K. NEWMAN RE: 4/30 FIN. MTG.	.20	119.00
04/29/02 GBR	Telephone Call(s) M. KNOLL RE:YR. END FIN STATEMENTS	.20	119.00
04/29/02 JSF	Examine Documents Analysis of Prepetition Payments	.60	210.00
04/29/02 DJL	Examine Documents article re Martha Stewart	.10	19.50
04/30/02 SLH	Telephone Call(s) - Accountant W/TUTTLE RE 10K ISSUES	.20	119.00
04/30/02 SLH	Examine Documents GBR/10K ISSUES	.20	119.00
04/30/02 SLH	Conference out of Office 10K MEETING	2.00	1,190.00
04/30/02 SLH	Telephone Call(s) - Accountant W/ASHE RE COSMETICS INDUSTRY	.20	119.00
04/30/02 GBR	Telephone Call(s) A. KOCH RE: YR END FINANCIALS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 62

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/02 GBR	Conference Out of Office AT SKADDEN RE: FINANCIAL YR END UPDATE	3.00	1,785.00
04/30/02 GBR	Telephone Call(s) L. LATTIG RE: YR END FINANCIALS	.20	119.00
04/30/02 JSF	Conference out of Office Meeting at Skadden re: Preliminary Review of 2001 Financial Statements	3.00	1,050.00
04/30/02 DJL	Examine Documents re kmart shareholders	.90	175.50
04/30/02 DJL	Examine Documents Debtors' financial information re formation of Equity Committee	.90	175.50
TOTAL PHASE 26		390.30	\$ 140,171.00

Phase: 27	Investigation/Asset Analysis & Recovery
-----------	---

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 WMS	Exam. of Documents First Day Orders	1.30	773.50
01/31/02 SLH	Review Financial Documents REVIEW MEETING MATERIAL, ORDERS (TRAVEL)	2.50	1,487.50
01/31/02 SLH	Examine Documents NON WORKING TRAVEL (half)	1.00	595.00
01/31/02 JSF	Examine Documents First Day Motions and Orders	2.50	875.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 63

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 DJL	Examine Documents Reviewed docket	.40	78.00
01/31/02 DJL	Examine Documents Reviewed motion and order re joint administration	.30	58.50
01/31/02 DJL	Memo Summary re order granting joint administration	.40	78.00
01/31/02 TAP	Examine Documents Reclamation Motion/Order	1.30	292.50
02/01/02 WMS	Review File Critical vendor order	.40	238.00
02/01/02 SLH	Examine Documents CONFIDENTIALITY AGREEMENT/ENS	.20	119.00
02/01/02 GBR	Review of Documents INTERIM & FINAL ORDERS - OPEN FIRST DAY ISSUES	4.40	2,618.00
02/01/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - CONF. AGREEMENT	.20	95.00
02/01/02 ENS	Telephone Call(s) - Debtor's Attorney W/SIMON - CONF AGREEMENT	.20	95.00
02/01/02 ENS	Examine Documents CONF AGREEMENT	.40	190.00
02/01/02 ENS	Telephone Call(s) - Debtor's Attorney TO SIMON - CONF. AGREEMENT	.10	47.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 64

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 DJL	Examine Documents Reviewed documents relating to Committee membership	1.20	234.00
02/01/02 TAP	Prepare Legal Papers Notice of Appearance	.40	90.00
02/02/02 SLH	Memo RE TOWBIN APPEAL	.10	59.50
02/02/02 RAF	Examine Documents First day motion summaries	3.50	1,382.50
02/04/02 WMS	Exam. of Documents First day motions review	.40	238.00
02/04/02 SLH	Examine Documents DOCKET	.20	119.00
02/04/02 GBR	Telephone Call(s) G. SHAPIRO RE: CONFIDENTIALITY AGREEMENT	.20	119.00
02/04/02 GBR	Telephone Call(s) G. SHAPIRO RE: CONFIDENTIALITY	.30	178.50
02/04/02 GBR	Review of Documents CASE MANAGEMENT ORDER	.30	178.50
02/04/02 CAP	Examine Documents Correspondence, articles, press releases, internet research, memos, e-mails	.50	77.50
02/04/02 CAP	Examine Documents First day motions/orders	.30	46.50
02/04/02 CAP	Examine Documents Preparing index of documents	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 65

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 ENS	Examine Documents (PERF 2/3) REVISE - CONF AGREEMENT	1.90	902.50
02/04/02 ENS	Memo RE - CONF AGREEMENT - STATUS	.60	285.00
02/04/02 ENS	Examine Documents CONFIDENTIALITY AGREEMENT	.40	190.00
02/04/02 BEK	Pacer-Docket Check	.40	62.00
02/04/02 JSF	Research Rule 8002 - Notice of Appeal	.30	105.00
02/04/02 JSF	Examine Documents Memo re: Motions for 2/13 Hearing	1.50	525.00
02/04/02 JSF	Telephone Call(s) Butler re: Meeting and Upcoming Motions	.20	70.00
02/05/02 SLH	Examine Documents POST-PETITION DELIVERY OF GOODS MOTION	.10	59.50
02/05/02 SLH	Examine Documents GBR/2/13 HEARINGS	.20	119.00
02/05/02 SLH	Examine Documents TIME LINE ON ORDERS	.10	59.50
02/05/02 SLH	Examine Documents DAYTONA MOTION	.10	59.50
02/05/02 CAP	Examine Documents First day pleadings	.70	108.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 66

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 CAP	Examine Documents research, notes, cc correspondence, docket	.40	62.00
02/05/02 ENS	Examine Documents 2/13 MOTIONS/SUMMARIES	.90	427.50
02/05/02 ENS	Examine Documents CONF AGREEMENT	.90	427.50
02/05/02 AW	Diary & Docket	.70	108.50
02/05/02 BEK	Prepare Legal Papers re: Notice of Appeal # 245 Kmart	1.20	186.00
02/05/02 BEK	Diary & Docket 221-243 re: Motions	1.60	248.00
02/05/02 JSF	Memo Task List re: 2/13 Calendar	.50	175.00
02/05/02 JSF	Examine Documents Summaries of additional motions for 2/13	2.50	875.00
02/05/02 JSF	Correspondence P. Chow re: Service List	.20	70.00
02/05/02 JSF	Examine Documents Objection Deadlines for Interim Orders/Open Issues	.80	280.00
02/05/02 DJL	Memo Prepare summary of open matters	.50	97.50
02/05/02 DJL	Examine Documents Prepare for February 13 Omnibus hearing	1.00	195.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 67

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 DJL	Examine Documents Motion re rejection of sponsorship agreement	.60	117.00
02/05/02 DJL	Memo Summary re sponsorship agreement	.50	97.50
02/06/02 SLH	Examine Documents 2/13 MOTIONS	.20	119.00
02/06/02 SLH	Examine Documents C.A. PROVISIONS	.30	178.50
02/06/02 GBR	Review of Documents CARDINAL RECLAMATION OBJ.	.20	119.00
02/06/02 GBR	Review of Documents TOWBIN APPEALS	.20	119.00
02/06/02 GBR	Prepare Papers REVISE CONFIDENTIALITY AGREEMENT	.30	178.50
02/06/02 CAP	Examine Documents Correspondence, memos, e-mails, articles, releases	.40	62.00
02/06/02 CAP	Examine Documents Preparing index of documents	.40	62.00
02/06/02 ENS	Examine Documents CONF AGREEMENT REVISIONS	.60	285.00
02/06/02 ENS	Examine Documents SUGGESTED CHANGES TO CA	.40	190.00
02/06/02 JSF	Examine Documents Summary of Additional Motions for 2/13	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 68

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/02 JSF	Examine Documents Schedule of Motions/Dates and Objection Deadlines	.50	175.00
02/06/02 JSF	Examine Documents Committee Fiduciary Duty Articles	.60	210.00
02/06/02 JSF	Examine Documents Forms of Confidentiality Agreements	.50	175.00
02/06/02 DJL	Examine Documents Reviewed Docket	.60	117.00
02/06/02 DJL	Memo Prepared list of matters to be heard at February 13th Omnibus Hearing	1.10	214.50
02/06/02 DJL	Examine Documents Reviewed committee materials/confidentiality issues	.30	58.50
02/06/02 DHB	Examine Documents Summary of Motions for 2/13	1.20	354.00
02/07/02 SLH	Examine Documents CONFIDENTIALITY ISSUES	.20	119.00
02/07/02 CAP	Examine Documents INDEX PLEADINGS	.50	77.50
02/07/02 CAP	Examine Documents Presentations to committee/Rothschild analysis of industry	.20	31.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 69

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/07/02 CAP	Examine Documents Motions regarding reimbursement obligations, payment of administrative expenses, rejection of sponsorship agreement	.30	46.50
02/07/02 CAP	Examine Documents amended appointment of creditors committee, largest creditors forms	.30	46.50
02/07/02 AW	Diary & Docket OBJECTION DEADLINES	.60	93.00
02/07/02 DJL	Examine Documents Reviewed terms and conditions and statement of qualification	.70	136.50
02/07/02 DJL	Memo Revisions to Committee Information	.50	97.50
02/07/02 DJL	Examine Documents summaries of motions and orders for 2/13 hearing	1.10	214.50
02/07/02 TAP	Examine Documents Conflicts Check	3.30	742.50
02/07/02 DHB	Examine Documents Summary of Additional Motions on for 2/13	1.20	354.00
02/07/02 DHB	Examine Documents Review of 2/13 hearing calendar-motions	1.40	413.00
02/08/02 SLH	Examine Documents IT MEMO	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 70

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 SLH	Examine Documents FIRST MEETING BOOK	.20	119.00
02/08/02 PF	Examine Documents PRO HAC VICE MOTION	.10	51.50
02/08/02 CAP	Examine Documents Correspondence, memos, research, e- mails, notes, articles, press releases	.60	93.00
02/08/02 CAP	Examine Documents First day orders/motions	.30	46.50
02/08/02 CAP	Examine Documents calendar, task list	.20	31.00
02/08/02 CAP	Examine Documents retention applications of Skadden Arps, Trumbull Services, orders	.30	46.50
02/08/02 CAP	Examine Documents various notices of pretrial conferences and complaints	.50	77.50
02/08/02 ENS	Telephone Call(s) - Debtor's Attorney W/BUTLER & IVESTER - PENDING MTNS.	.30	142.50
02/08/02 ENS	Examine Documents COMMENTS - C.A.	.30	142.50
02/08/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - CONF AGREEMENTS	.20	95.00
02/08/02 BEK	Prepare Legal Papers Copy of Docket and Search for Order re: Establishing Procedure for The Reclamation Claims	1.20	186.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 71

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 EMA	Examine Documents review and revise chart of committee members	.90	139.50
02/08/02 JSF	Examine Documents Conflicts Check - Retention	1.40	490.00
02/08/02 JSF	Examine Documents GMACCC Reclamation Motion	.20	70.00
02/08/02 JSF	Examine Documents Pro Hac Vice Motions	.10	35.00
02/08/02 DJL	Examine Documents Conflicts check - 50 largest unsecured creditors	1.30	253.50
02/08/02 DJL	Examine Documents Reviewed conflicts check of parties in interest	.80	156.00
02/08/02 DJL	Examine Documents Debtors & subsidiaries - Corporate structure	1.20	234.00
02/08/02 DJL	Examine Documents Reclamation Motions	.30	58.50
02/09/02 JSF	Examine Documents Pleadings for 2/13 Hearing	2.20	770.00
02/10/02 DJL	Memo-File Revised Committee Roster	.20	39.00
02/11/02 SLH	Examine Documents CALENDAR ISSUES	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 72

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 SLH	Examine Documents CALENDAR	.10	59.50
02/11/02 SLH	Examine Documents DOCKET	.10	59.50
02/11/02 SLH	Examine Documents LIQUOR MOTION, MISCELLANEOUS	.20	119.00
02/11/02 SLH	Examine Documents CALENDAR PREPARATION	.50	297.50
02/11/02 GBR	Review of Documents CAPITOL OBJ. TO LIQUOR VENDOR MOTION	.30	178.50
02/11/02 GBR	Review of Documents LIQUOR VENDOR MOTION	.40	238.00
02/11/02 GBR	Examine Documents RE: 2/13 OMNIBUS CALENDAR	.20	119.00
02/11/02 CAP	Examine Documents CC materials, exhibits, supplement to documents, organizational presentation	.40	62.00
02/11/02 CAP	Memo Prepare index of documents	.40	62.00
02/11/02 AW	Diary & Docket	.20	31.00
02/11/02 AW	Obtaining Copies of Court Records down load doc via net	1.70	263.50
02/11/02 JSF	Examine Documents Reclamation Motion/Objections/Committee Comments	1.40	490.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 73

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 JSF	Examine Documents 2/13 Calendar	.30	105.00
02/11/02 JSF	Telephone Call(s) Winston re: Notices of Appearance	.10	35.00
02/11/02 JSF	Examine Documents Review of Motions for 2/13 Calendar - Retention of Professionals, RTV, Reclamation, Payment of Prepetition L/Cs	2.50	875.00
02/11/02 JSF	Examine Documents Pro Hac Vice Motions	.20	70.00
02/11/02 JSF	Examine Documents Court's Calendar - Scheduled Motions for 2/13 - Status/Committee Position	1.00	350.00
02/11/02 JSF	Telephone Call(s) V. Durrer re: Status of Open Issues for Hearing	.30	105.00
02/11/02 JSF	Memo Summaries of All Motions for 2/13 Calendar and Objections Thereto	2.80	980.00
02/11/02 DJL	Examine Documents Reviewed Docket	.80	156.00
02/11/02 DJL	Memo Task List	.40	78.00
02/11/02 DJL	Examine Documents Reviewed Docket to prepare 2/13 agenda	.30	58.50
02/11/02 DJL	Prepare for Court Appearance Prepared for 2/13 omnibus hearing	1.20	234.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 74

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 DJL	Memo Prepared chart re 2/13 omnibus hearing	1.40	273.00
02/11/02 DJL	Examine Documents Reviewed Skadden's 2/13 Agenda	.20	39.00
02/12/02 SLH	Examine Documents JSF/PREPARE FOR 2/13	.20	119.00
02/12/02 GBR	Conference Out of Office ½ TRAVEL TIME TO CHICAGO	1.50	892.50
02/12/02 CAP	Examine Documents Notices of appearances, appearance of attorneys, docket, correspondence, memos	.40	62.00
02/12/02 ENS	Examine Documents AGENDA (OMNI)	.20	95.00
02/12/02 AW	Obtaining Copies of Court Records down load objections from docket via net	2.40	372.00
02/12/02 JSF	Examine Documents Review Calendar/Agenda and Review Newly Filed Motions/Objections for February 13 Hearing	2.00	700.00
02/12/02 JSF	Examine Documents Objection to Motion re: Pre-Petition L/Cs	.50	175.00
02/12/02 JSF	Examine Documents Memo re: Summaries of 2/13 Motions	.50	175.00
02/12/02 DJL	Telephone Call(s) - Debtor's Attorney Phone calls with Joe Wharton re revised Skadden Agenda	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 75

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 DJL	Prepare for Court Appearance Preparation for 2/13 Omnibus Hearing	2.10	409.50
02/12/02 DJL	Examine Documents Reviewed Docket	.50	97.50
02/12/02 DJL	Memo Revised Agenda to show new filings	.40	78.00
02/12/02 DJL	Memo Revisions to 2/13 summaries	.80	156.00
02/12/02 DHB	Research Legal Research re: Reclamation Issues	.60	177.00
02/12/02 DHB	Examine Documents Parties in interest	1.80	531.00
02/13/02 SLH	Conference out of Office REVIEW OF REPLIES ON OMNIBUS AND MISCELLANEOUS	1.50	892.50
02/13/02 SLH	Conference out of Office HEARING ON OMNIBUS MATTERS	7.30	4,343.50
02/13/02 SLH	Examine Documents HALF OF NON WORKING TRAVEL (TO CHICAGO)	1.00	595.00
02/13/02 SLH	Examine Documents HALF OF NON WORKING TRAVEL TIME (TO NEW YORK)	.40	238.00
02/13/02 GBR	Review of Documents PREP FOR OMNIBUS HEARINGS	1.90	1,130.50
02/13/02 GBR	Conference Out of Office OMNIBUS HEARINGS	7.50	4,462.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 76

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 GBR	Conference Out of Office ½ TRAVEL TIME TO NY	2.30	1,368.50
02/13/02 CAP	Examine Documents Retention applications, notices of appearance, appearances of attorneys	.40	62.00
02/13/02 CAP	Examine Documents various objections	.40	62.00
02/13/02 CAP	Examine Documents Court hearing agenda, memos, correspondence	.40	62.00
02/13/02 CAP	Examine Documents Correspondence, memos, notes, newspaper articles, internet articles, research	.50	77.50
02/13/02 CAP	Examine Documents Reorganize index of documents	.40	62.00
02/13/02 BEK	Prepare Legal Papers re Motion Papers with Order re: Prepetition Claims of Consignment Vendors and Customer Service Providers	.90	139.50
02/13/02 JSF	Examine Documents Amended Agenda for Hearing, Amended Ordinary Course Professional Order	.90	315.00
02/13/02 JSF	Examine Documents Debtors' Reply to Objections re: First Day Motions	1.50	525.00
02/13/02 JSF	Examine Documents Liquor Vendor Objection	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 77

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 DJL	Examine Documents Reviewed motion re 3/6 omnibus	.50	97.50
02/13/02 DHB	Telephone Call(s) - Debtor's Attorney T/C Skadden	.10	29.50
02/13/02 DHB	Telephone Call(s) - Debtor's Attorney T/C Skadden	.20	59.00
02/14/02 SLH	Memo RE 2/13 HEARING	.20	119.00
02/14/02 SLH	Memo 2/13 REPORT	.60	357.00
02/14/02 SLH	Examine Documents 2/13 REVIEW	.30	178.50
02/14/02 SLH	Examine Documents LOCAL RULES	.20	119.00
02/14/02 SLH	Memo RE 2/13 HIGHLIGHTS	.20	119.00
02/14/02 GBR	Telephone Call(s) M. GATTO RE: INTELLECTUAL PROPERTIES	.30	178.50
02/14/02 CAP	Examine Documents Notices of appearances, statements of attorneys	.20	31.00
02/14/02 ENS	Examine Documents RE RESULTS - OMNI HEARING	.40	190.00
02/14/02 ENS	Examine Documents CA COMMENTS	.60	285.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 78

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/02 ENS	Examine Documents COMMENTS - CONF. AGREEMENT	.30	142.50
02/14/02 AW	Diary & Docket	.30	46.50
02/14/02 AW	Diary & Docket	.30	46.50
02/14/02 BEK	Prepare Legal Papers re: Proxy Statements (SEC)	1.40	217.00
02/14/02 JSF	Examine Documents Results of February 13th Hearing	.70	245.00
02/14/02 JSF	Examine Documents Confidentiality Agreement Changes	.20	70.00
02/14/02 JSF	Correspondence V. Durrer re: Additional Documents	.20	70.00
02/14/02 JSF	Examine Documents Open Issues/Orders from 2/13 Hearing	.40	140.00
02/14/02 DJL	Research Research re Bankruptcy Rule 9024	1.60	312.00
02/14/02 DJL	Examine Documents Reviewed docket re committee designation	.20	39.00
02/14/02 DJL	Correspondence correspondence to Frank Derita re committee designation	.10	19.50
02/14/02 DJL	Examine Documents Reviewed summary of 2/13 omnibus hearing	.60	117.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 79

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/02 DJL	Examine Documents re consignment	.30	58.50
02/14/02 DHB	Examine Documents Offset Motion of Standard Federal Bank and Exhibits	.90	265.50
02/14/02 DHB	Research Legal research re: Offset and Setoff Rights	1.20	354.00
02/14/02 DHB	Examine Documents Reviewed Agenda and Summary from Hearings	.50	147.50
02/15/02 SLH	Examine Documents JSF/BANK AND TRADE DEBT ISSUES	.20	119.00
02/15/02 SLH	Examine Documents DEBTOR SUBMISSIONS TO COURT ON RECLAMATION, RTV, ETC.	1.50	892.50
02/15/02 SLH	Examine Documents POSNER MATERIAL	.20	119.00
02/15/02 AW	Obtaining Copies of Court Records down load 19 omnibus hearing orders via net	1.80	279.00
02/15/02 AW	Obtaining Copies of Court Records down load 15 supporting documents via net, objections motions	2.30	356.50
02/15/02 JSF	Examine Documents List of 50 Largest Creditors	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 80

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 JSF	Examine Documents Open Issues/Motions for 2/27 C/C Meeting and 3/6 Hearing	1.20	420.00
02/15/02 JSF	Examine Documents Remaining Motions for 3/6 Hearing	.70	245.00
02/15/02 JSF	Examine Documents Service List	.20	70.00
02/15/02 JSF	Research Reconsideration of Order	.20	70.00
02/15/02 DJL	Examine Documents Review of 2/13 omnibus hearing	.80	156.00
02/15/02 DJL	Examine Documents Reviewed docket	.50	97.50
02/15/02 DJL	Memo Task List	1.30	253.50
02/15/02 DJL	Examine Documents Reviewed documents re open matters	.40	78.00
02/16/02 SLH	Examine Documents INDEMNITY RESEARCH	.10	59.50
02/16/02 JSF	Examine Documents Confidentiality Agreement Revisions	.30	105.00
02/17/02 TAP	Examine Documents Correspondence re: Reclamation, Junior Trade Lien, Retention	.60	135.00
02/18/02 ENS	Examine Documents MTNS - FOR 3/6 OMNI	1.40	665.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 81

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/18/02 JSF	Examine Documents Debtors' Motions for 3/6/02 Calendar	.70	245.00
02/18/02 DJL	Examine Documents Reviewed docket for 2/13 orders	.70	136.50
02/18/02 DJL	Memo Revised distribution list	.40	78.00
02/19/02 SLH	Examine Documents DOCKET	.10	59.50
02/19/02 SLH	Examine Documents CUSTOMER SURVEY	.20	119.00
02/19/02 GBR	Telephone Call(s) M. DURANT RE; VENDOR LIEN	.20	119.00
02/19/02 GBR	Review of Documents EVERREADY MOTION	.20	119.00
02/19/02 GBR	Review of Documents DEBTOR OBJ. TO SIEMENS MOTION	.20	119.00
02/19/02 GBR	Review of Documents SIEMENS ADEQUATE PROT MOTION	.20	119.00
02/19/02 GBR	Review of Documents K-MART INVESTORS PRESENTATION	.40	238.00
02/19/02 CAP	Examine Documents Presentations/inquiries of professionals regarding retention by Committee, research materials	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 82

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 CAP	Examine Documents Motion regarding assistance to clerk of court, Utilities motion to prohibit discontinuance of service	.20	31.00
02/19/02 ENS	Examine Documents CONF AGREEMENT COMMENTS	.60	285.00
02/19/02 BEK	Prepare Legal Papers Dkt update, copies of orders...	1.20	186.00
02/19/02 JSF	Telephone Call(s) V. Durrer re: Due Diligence Docs and Siemens Motion	.20	70.00
02/19/02 JSF	Examine Documents Siemens Motion	.40	140.00
02/19/02 JSF	Examine Documents Wells Fargo Set Off Motion	.40	140.00
02/19/02 DJL	Memo Task List	.50	97.50
02/19/02 DJL	Examine Documents Foreign Vendor Order	.10	19.50
02/19/02 TAP	Examine Documents motion to extend deadline to remove actions	.30	67.50
02/19/02 TAP	Memo re: Pending Motions	1.00	225.00
02/19/02 TAP	Examine Documents Notice of Appearance	.10	22.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 83

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 SLH	Examine Documents MISCELLANEOUS ENTERED ORDERS FOR 2/8	.10	59.50
02/20/02 SLH	Examine Documents HOMEDICS LETTER	.10	59.50
02/20/02 SLH	Examine Documents DOCKET	.10	59.50
02/20/02 SLH	Examine Documents REPORTS ON CREDIT FUNCTIONS	.20	119.00
02/20/02 SLH	Examine Documents APPEARANCE LIST/ISSUES	.20	119.00
02/20/02 SLH	Examine Documents INDEMNITY DECISIONS	.20	119.00
02/20/02 GBR	Review of Documents HOMER ADEQUATE ASSURANCE REQUEST	.30	178.50
02/20/02 JSF	Examine Documents Draft Orders re: 2/13/02 Hearing	.70	245.00
02/20/02 JSF	Research Set Off Issues - Pre-Petition Banks	1.00	350.00
02/20/02 JSF	Correspondence Confidentiality Agreement to KPMG	.10	35.00
02/20/02 JSF	Research Rule 9023/9024 -Reconsideration	.30	105.00
02/20/02 JSF	Examine Documents Standard Federal Motion for Set Off	.40	140.00
02/20/02 JSF	Examine Documents Motions for 3/6 Calendar	.60	210.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 84

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 JSF	Examine Documents Objection Deadlines re: 3/6 Hearing	.30	105.00
02/20/02 SMP	Diary & Docket Diary and docket.	.10	19.50
02/20/02 DJL	Examine Documents Reviewed Siemens motion and Debtors objection	.70	136.50
02/20/02 TAP	Memo Timeline of upcoming objection deadlines and hearings	1.20	270.00
02/20/02 DHB	Examine Documents Review Numerous Correspondence of Kmart with the SEC	.90	265.50
02/20/02 DHB	Research Review of Legal Research re: Setoff Issues	.60	177.00
02/20/02 DHB	Examine Documents Review of Relevant Kmart articles	.30	88.50
02/21/02 SLH	Examine Documents DOCKET	.10	59.50
02/21/02 GBR	Telephone Call(s) V. DURRER RE: DOC. PROD.	.30	178.50
02/21/02 GBR	Review of Documents HAAS REJECTION MOTION	.20	119.00
02/21/02 GBR	Review of Documents COTT BEVERAGE MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 85

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 GBR	Telephone Call(s) SEDGWICK ASSUMPTION MOTION	.20	119.00
02/21/02 GBR	Review of Documents UTILITY ADEQUATE ASSURANCE REQUESTS	.20	119.00
02/21/02 BEK	Obtaining Copies of Court Records Docs(Mot. for order re: Unexpired Leases...etc.)	1.40	217.00
02/21/02 BEK	Pacer-Docket Check	.40	62.00
02/21/02 DJL	Memo Revisions to motion summaries	1.10	214.50
02/22/02 WMS	Review File Docket	.10	59.50
02/22/02 SLH	Examine Documents NEW MEXICO DECISION	.40	238.00
02/22/02 SLH	Examine Documents RE: IP SUBSIDIARY	.20	119.00
02/22/02 SLH	Examine Documents CONFIDENTIALITY AGREEMENT	.20	119.00
02/22/02 SLH	Examine Documents CA AGREEMENT MATERIAL	.30	178.50
02/22/02 GBR	Telephone Call(s) J. KELLEY RE: LOAN PROGRAM	.20	119.00
02/22/02 GBR	Telephone Call(s) V. DURRER RE: LOAN DOC. PROD	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 86

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 GBR	Review of Documents CRITICAL VENDOR APPEAL	.30	178.50
02/22/02 AW	Obtaining Copies of Court Records down load documents via net	.90	139.50
02/22/02 EMA	Examine Documents various noas	.60	93.00
02/22/02 JSF	Telephone Call(s) V. Durrer re: Debtors' New Motions for 3/6	.40	140.00
02/22/02 JSF	Examine Documents Review of All Parties' Motions for March 6th	1.50	525.00
02/22/02 JSF	Memo Re: Debtors' Additional Motions	.20	70.00
02/22/02 JSF	Examine Documents Summaries of Debtors' Motions for 3/6	.70	245.00
02/22/02 SMP	Examine Documents Review SDG&E request for adequate assurance.	.50	97.50
02/22/02 SMP	Memo Summarize SDG&E request for adequate assurance.	.60	117.00
02/22/02 SMP	Examine Documents Review Sara Lee complaint for reclamation.	.40	78.00
02/22/02 SMP	Memo Summarize Sara Lee complaint for reclamation.	.60	117.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 87

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 DJL	Examine Documents Reviewed docket for RTV and Reclamation orders	.50	97.50
02/22/02 DJL	Examine Documents Reviewed summaries of motions for 3/6 omnibus	1.60	312.00
02/22/02 DJL	Examine Documents Reviewed Committee information	.40	78.00
02/22/02 DJL	Memo Revised Agenda	.20	39.00
02/22/02 TAP	Memo Re: Motions to be heard at March 6, 2002 Omnibus Hearing	1.50	337.50
02/23/02 JSF	Examine Documents Kmart of Michigan - IP Issues	.30	105.00
02/23/02 JSF	Examine Documents 3/6 Motions	.50	175.00
02/23/02 DHB	Research Review and Analysis of the Matter of the Protest of Kmart Properties	2.40	708.00
02/24/02 JSF	Examine Documents Memo re: Summaries of Additional Motions for 3/6	.50	175.00
02/25/02 SLH	Examine Documents HARTFORD INSURANCE MATTER	.10	59.50
02/25/02 SLH	Examine Documents CAPITAL APPEALS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 88

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 SLH	Examine Documents KNIGHT RIDDER APPEAL	.10	59.50
02/25/02 SLH	Examine Documents DOCKET	.20	119.00
02/25/02 SLH	Examine Documents BNY MOTION	.30	178.50
02/25/02 SLH	Examine Documents ORKIN PLEADING	.20	119.00
02/25/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE APPEALS OF FIRST DAYS	.20	119.00
02/25/02 SLH	Examine Documents DOCKET	.20	119.00
02/25/02 SLH	Examine Documents TRADEMARK MATERIAL	.40	238.00
02/25/02 GBR	Review of Documents ORKIN MOTION TO COMPEL ASSUMPTION	.40	238.00
02/25/02 GBR	Review of Documents BNY SET OFF MOTION	.20	119.00
02/25/02 GBR	Review of Documents TRADE MARK CORPORATE STRUCTURE	1.30	773.50
02/25/02 AW	Diary & Docket	.20	31.00
02/25/02 BEK	Prepare Legal Papers DOCUMENTS RE: IP HOLDINGS IN SUBSIDIARY	1.40	217.00
02/25/02 BEK	Pacer-Docket Check	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 89

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 JSF	Examine Documents Jones Day Letter re: Financial Institutions' Position on 3/6 Motions	.20	70.00
02/25/02 JSF	Research Insolvency Standard	.40	140.00
02/25/02 JSF	Examine Documents Siemens Revised Terms	.20	70.00
02/25/02 JSF	Examine Documents Utilities Motions - Requests for Adequate Assurance	.80	280.00
02/25/02 JSF	Memo Summaries of March 6th Motions of Third Parties	3.00	1,050.00
02/25/02 JSF	Examine Documents Notices of Appeal of Entered Orders	.20	70.00
02/25/02 SMP	Examine Documents Review motion of Southern Cal. Gas for adequate protection.	.40	78.00
02/25/02 SMP	Memo Summarize motion of Southern Cal. Gas for adequate protection.	.70	136.50
02/25/02 SMP	Examine Documents Review motion of Homer Electric for adequate assurance.	.50	97.50
02/25/02 SMP	Memo Summarize motion of Homer Electric for adequate assurance.	.60	117.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 90

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 SMP	Memo Review and revise summary of SDG&E. motion	.20	39.00
02/25/02 SMP	Memo Review and revise summary of Latrobe motion	.40	78.00
02/25/02 DJL	Examine Documents Reviewed docket	.50	97.50
02/25/02 DJL	Examine Documents Reviewed appeals	1.00	195.00
02/25/02 DJL	Memo re appeals	.80	156.00
02/25/02 TAP	Memo Revise memo re: 3/6 Hearing Motions	.30	67.50
02/25/02 TAP	Examine Documents Cieri letter to Butler 2/22	.10	22.50
02/25/02 DHB	Memo-Creditors Committee Meeting Summary and Analysis of New Mexico Tax Hearings	2.10	619.50
02/25/02 DHB	Memo-Creditors Committee Meeting Revisions to Memo	.40	118.00
02/25/02 DHB	Examine Documents Further Review tax Opinion	.60	177.00
02/26/02 SLH	Examine Documents SIEMENS MATERIAL	.20	119.00
02/26/02 SLH	Examine Documents 3/6 SCHEDULE	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 91

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/02 ENS	Examine Documents	.20	95.00
02/26/02 BEK	Obtaining Copies of Court Records Docket and Various docs	1.20	186.00
02/26/02 DJL	Examine Documents Reviewed docket for reclamation order	.30	58.50
02/26/02 DJL	Examine Documents memo re trademark litigation	.40	78.00
02/26/02 DHB	Memo-Creditors Committee Meeting Revisions to Trademark Memo	.40	118.00
02/26/02 DHB	Research Legal Research re: Trademark and Tax Issues	.80	236.00
02/27/02 ENS	Examine Documents ANALYSIS - CORP. STRUCTURE	.30	142.50
02/27/02 AW	Obtaining Copies of Court Records down load doc via net	.90	139.50
02/27/02 BEK	Obtaining Copies of Court Records	1.40	217.00
02/27/02 JSF	Examine Documents Debtors' Objections to 2/27 Motions	.20	70.00
02/27/02 DJL	Examine Documents Reviewed docket	.80	156.00
02/27/02 DJL	Examine Documents Rule 9024	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 92

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 SLH	Examine Documents ALABAMA ETC. UTILITY OBJECTION	.20	119.00
02/28/02 SLH	Examine Documents DEBTOR RESPONSE TO STANDARD FEDERAL	.20	119.00
02/28/02 SLH	Examine Documents RESPONSE TO COMERICA RECLAMATION, PI	.20	119.00
02/28/02 SLH	Examine Documents RESPONSE TO BNY PLEADINGS, HARTFORD, ETC.	.20	119.00
02/28/02 SLH	Examine Documents LEGAL DOCKET	.20	119.00
02/28/02 GBR	Telephone Call(s) E. IVESTER RE: CAPITAL FACTOR APPEALS	.20	119.00
02/28/02 AW	Diary & Docket	.30	46.50
02/28/02 BEK	Pacer-Docket Check	.40	62.00
02/28/02 BEK	Obtaining Copies of Court Records Obj re:Conduct of Store Closing sales, extend deadline	.90	139.50
02/28/02 JSF	Examine Documents Motions for 3/6 Calendar	1.50	525.00
02/28/02 JSF	Examine Documents Docket	.20	70.00
02/28/02 JSF	Examine Documents Letter from Jones Day re: Changes to Motions	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 93

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 JSF	Examine Documents Objections to Set Off Motions	.50	175.00
02/28/02 JSF	Examine Documents Confidentiality Agreement Changes	.20	70.00
02/28/02 SMP	Examine Documents Review document re: Latrobe stipulation	.20	39.00
02/28/02 SMP	Examine Documents Review documents re: Latrobe stipulation.	.30	58.50
02/28/02 DJL	Examine Documents re Appeals	.40	78.00
03/01/02 BEK	Obtaining Copies of Court Records Docket update	.40	62.00
03/01/02 JSF	Examine Documents Objection to Sher re: Vendor Return Program	.20	70.00
03/01/02 DJL	Telephone Call(s) Phone call with Leo Ayala of Intercounty re searches	.20	39.00
03/03/02 SLH	Examine Documents OWENS CORNING TRADEMARK ISSUES	.10	59.50
03/03/02 SLH	Examine Documents JONES DAY C.A.	.10	59.50
03/03/02 SLH	Examine Documents DOCKET	.20	119.00
03/03/02 JSF	Examine Documents Summaries of 3/6 Motions	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 94

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 TAP	Memo re: motions for 3/20 hearing	1.80	405.00
03/04/02 WMS	Review File RE: MARTHA STEWART AGREEMENT	.30	178.50
03/04/02 SLH	Examine Documents LIQUOR/FOREIGN APPEAL RECORD	.20	119.00
03/04/02 SLH	Examine Documents JSF/ 3 /6 AGENDA	.20	119.00
03/04/02 SLH	Examine Documents JONES DAY 2/28 PROTOCOL LETTER	.20	119.00
03/04/02 GBR	Review of Documents MARKS & IP AT SEPARATE SUB ISSUES	.30	178.50
03/04/02 GBR	Examine Documents RE: OMNIBUS HEARINGS	.20	119.00
03/04/02 GBR	Telephone Call(s) R. CIERI RE: EQUITY COMMITTEE	.20	119.00
03/04/02 GBR	Review of Documents SHER RTV MOTION	.20	119.00
03/04/02 GBR	Conference Out of Office ½ NONWORKING TRAVEL TIME TO CHICAGO	1.80	1,071.00
03/04/02 ENS	Examine Documents SUMMARIES - VARIOUS MOTIONS	.30	142.50
03/04/02 AW	Diary & Docket	.40	62.00
03/04/02 EMA	Examine Documents various agendas, handwritten notes, noas	.80	124.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 95

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 EMA	Examine Documents various news articles for month of February	.40	62.00
03/04/02 EMA	Examine Documents various motions for 3/6 hearing	.40	62.00
03/04/02 JSF	Telephone Call(s) V. Durrer re: Omnibus Hearing	.20	70.00
03/04/02 JSF	Examine Documents Confidentiality Agreement re: Mattel Comments	.20	70.00
03/04/02 JSF	Examine Documents Siemens Order	.40	140.00
03/04/02 JSF	Examine Documents Debtors' Response to Orkin Motion	.40	140.00
03/04/02 JSF	Examine Documents Review Debtors' Proposed Agenda for Hearing	.70	245.00
03/04/02 JSF	Memo Summaries of Motions and Objections	2.20	770.00
03/04/02 SMP	Examine Documents Review Allegheny objection.	.80	156.00
03/04/02 SMP	Memo Memo re: Allegheny objection.	.80	156.00
03/04/02 DJL	Examine Documents Kmart trademarks	.80	156.00
03/04/02 TAP	Memo Prepare information for 3/6 Hearing	2.50	562.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 96

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 TAP	Memo Review and summarize Debtors objection to Sedgwick motion	.70	157.50
03/05/02 SLH	Examine Documents DEBTOR HAAS RESPONSE, ORKIN RESPONSE, UTILITY RESPONSE	.20	119.00
03/05/02 SLH	Examine Documents REPLY OF DEBTORS AND PREPARATION FOR 3/6	.80	476.00
03/05/02 SLH	Examine Documents OLINS CORP. MOTION AND PLEADINGS	.30	178.50
03/05/02 SLH	Examine Documents DOCKET	.20	119.00
03/05/02 SLH	Examine Documents SERVICE LIST ISSUES	.20	119.00
03/05/02 SLH	Examine Documents SIEMENS ORDER	.10	59.50
03/05/02 SLH	Examine Documents REPLY TO FOX, HAAS, ORKIN	.50	297.50
03/05/02 GBR	Conference Out of Office W/J. BUTLER ET AL. RE: SEC INVESTIGATION	1.30	773.50
03/05/02 BEK	Obtaining Copies of Court Records Docket Update , Orders	1.20	186.00
03/05/02 EMA	Examine Documents various noas	.40	62.00
03/05/02 JSF	Examine Documents Agenda for 3/6 Hearing	1.30	455.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 97

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/05/02 JSF	Examine Documents Letter to Trustee re: Formation of Equity Committee	.20	70.00
03/05/02 JSF	Telephone Call(s) V. Durrer re: 3/6 Hearing	.30	105.00
03/05/02 JSF	Examine Documents Prep for Hearing - Pleading Review - New Filings, Objections, Replies	2.30	805.00
03/05/02 JSF	Examine Documents Debtors' Objection to Church and Dwight	.30	105.00
03/05/02 SMP	Memo Review and summarize Latrobe stipulation.	.30	58.50
03/05/02 SMP	Examine Documents Review docs re: omnibus.	.30	58.50
03/05/02 DJL	Examine Documents Reviewed new filings	.50	97.50
03/05/02 DJL	Examine Documents Reviewed various documents related to Owens Corning matter - Kmart trademarks	1.30	253.50
03/05/02 DJL	Examine Documents Reviewed certain motions/objections	1.40	273.00
03/05/02 DJL	Prepare for Court Appearance Prepared for 3/6 Omnibus Hearing	3.80	741.00
03/05/02 TAP	Review File Prepare materials for 3/6 hearing	2.70	607.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 98

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 SLH	Examine Documents REVIEW DIP ORDER AND RELATED DOCUMENTS; 3/6 MOTION SUMMARIES, ETC. (TRAVEL)	3.30	1,963.50
03/06/02 SLH	Examine Documents ½ OF NON WORKING TRAVEL	.30	178.50
03/06/02 SLH	Examine Documents REVIEW OF EQUITY REQUESTS, MARTHA STEWART MATERIAL, WEBSITE PROPOSAL, ETC. (TRAVEL)	2.50	1,487.50
03/06/02 SLH	Examine Documents ½ OF NON WORKING TRAVEL	.70	416.50
03/06/02 GBR	Review of Documents PREP FOR OMNIBUS HEARINGS	1.50	892.50
03/06/02 ENS	Examine Documents CONF AGREEMENT COMMENTS	.60	285.00
03/06/02 AW	Obtaining Copies of Court Records docket sheet	.50	77.50
03/06/02 JSF	Examine Documents Motions for 3/20 Calendar	.40	140.00
03/06/02 JSF	Examine Documents Trading Procedures Orders	.30	105.00
03/06/02 DJL	Examine Documents Reviewed various material re Kmart Trademarks	1.50	292.50
03/06/02 DJL	Memo Memo re Trademark Related Issues	1.20	234.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 99

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 DJL	Examine Documents Reviewed various motions for 3/20 hearing	3.30	643.50
03/06/02 DJL	Memo Memo re 3/20 motions	2.30	448.50
03/07/02 SLH	Examine Documents UCC SEARCH	.20	119.00
03/07/02 SLH	Examine Documents DOCKET	.20	119.00
03/07/02 SLH	Examine Documents JSF/RESULTS OF HEARING	.40	238.00
03/07/02 AW	Obtaining Copies of Court Records down load motions & objections via net	1.70	263.50
03/07/02 AW	Diary & Docket	.30	46.50
03/07/02 BEK	Pacer-Docket Check	.40	62.00
03/07/02 BEK	Obtaining Copies of Court Records Orders, Motions/Applications re: Establishing Trading Wall- Orders appointing Committee	1.80	279.00
03/07/02 JSF	Examine Documents Summaries of 3/20 Motions	1.50	525.00
03/07/02 DJL	Telephone Call(s) - Debtor's Attorney with Terra Smith re UCC searches	.30	58.50
03/07/02 DJL	Examine Documents Reviewed Skadden's UCC filings and chart	2.00	390.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 100

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/07/02 TAP	Telephone Call(s) - Debtor's Attorney w/N. Thomas re: arrangements for UCC review	.30	67.50
03/08/02 SLH	Examine Documents LICENSE ISSUES	.20	119.00
03/08/02 SLH	Telephone Call(s) - Creditor W/STANTON RE STATUS	.20	119.00
03/08/02 SLH	Examine Documents DOCKET	.20	119.00
03/08/02 SLH	Examine Documents MCCLUNG PLEADING	.10	59.50
03/08/02 SLH	Examine Documents LIEN ISSUES REVIEW/TAP	.30	178.50
03/08/02 GBR	Telephone Call(s) Conf. call with UST re: Equity CC	1.20	714.00
03/08/02 GBR	Telephone Call(s) M. Knoll re: License Agreement Analysis	.40	238.00
03/08/02 GBR	Telephone Call(s) E. Ivester re: UST Conf. on Equity CC	.30	178.50
03/08/02 GBR	Telephone Call(s) P. Traub re: Equity Committee Formation	.20	119.00
03/08/02 BEK	Pacer-Docket Check	.40	62.00
03/08/02 BEK	Obtaining Copies of Court Records re: Dkt Feb. 20- present	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 101

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/08/02 SMP	Examine Documents Review proposed agency agreement	2.10	409.50
03/09/02 SLH	Memo REPORT ON 3/6 HEARING	.50	297.50
03/11/02 SLH	Examine Documents J. SMITH ISSUES	.20	119.00
03/11/02 SLH	Examine Documents BOTICA REPORT	.20	119.00
03/11/02 SLH	Examine Documents STANDARD FEDERAL STIPULATION	.10	59.50
03/11/02 SLH	Examine Documents PRESS RELEASE	.20	119.00
03/11/02 SLH	Examine Documents VENDOR REPORT	.20	119.00
03/11/02 SLH	Examine Documents DOCKET	.20	119.00
03/11/02 GBR	Review of Documents FGI Rejection Motion	.20	119.00
03/11/02 ENS	Examine Documents SUMMARY - 3/20 MOTIONS	.30	142.50
03/11/02 ENS	Examine Documents 3/6 OMNIBUS HEARING RESULTS	.20	95.00
03/11/02 ENS	Examine Documents MGMT. CHANGES	.20	95.00
03/11/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - CONF AGREEMENT	.30	142.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 102

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 ENS	Memo RECLAMATION ORDER	.30	142.50
03/11/02 ENS	Correct Papers INC - DURRER COMMENTS - CONF AGREEMENT	.80	380.00
03/11/02 ENS	Examine Documents RE - TRADING MOTION	.30	142.50
03/11/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - ADD CONF AGREEMENT COMMENTS	.20	95.00
03/11/02 AW	Diary & Docket	.20	31.00
03/11/02 BEK	Pacer-Docket Check	.40	62.00
03/11/02 JSF	Examine Documents Entered Orders from 3/6 Hearing	.40	140.00
03/11/02 JSF	Examine Documents Debtors' Motions for March 20 Hearing re: Lease Rejections, Supplemental Surety, Joint Fee Review Committee	.70	245.00
03/11/02 JSF	Examine Documents re floorgraphics	.40	140.00
03/11/02 DJL	Examine Documents Reviewed various motions for 3/20 hearing	1.20	234.00
03/11/02 DJL	Examine Documents Reviewed Debtors motion re joint fee review committee	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 103

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 DJL	Memo Summary of Debtors motion re joint fee review committee	.30	58.50
03/11/02 TAP	Examine Documents Transcripts of First Day and Omnibus Hearings	.20	45.00
03/12/02 SLH	Telephone Call(s) - Debtor's Attorney W/KRASNOW RE 3/20 HEARING ISSUES	.40	238.00
03/12/02 GBR	Review of Documents DEBTORS' APPELLATE DESIGNATIONS	.20	119.00
03/12/02 ENS	Examine Documents SUMMARY - ADDITIONAL 3/20 MOTIONS	.40	190.00
03/12/02 ENS	Miscellaneous CONF - AGREEMENT - PREP FOR MTG	.90	427.50
03/12/02 AW	Obtaining Copies of Court Records doc via net	.50	77.50
03/12/02 JSF	Examine Documents Debtors' Issues on appeal to Cap. Factors Objections	.20	70.00
03/12/02 DJL	Examine Documents Reviewed docket	.60	117.00
03/12/02 DJL	Telephone Call(s) Phone call with Saul Ewing re Owens. Corning Matter - KMart Trademarks	.10	19.50
03/12/02 DJL	Examine Documents Reviewed Pro Hac Vice Motions	.10	19.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 104

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 DJL	Examine Documents Reviewed various documents re Kmart Trademarks	.50	97.50
03/12/02 DJL	Memo Reviewed and Revised summaries	1.10	214.50
03/12/02 DJL	Examine Documents Markup of Confidentiality Agreement	.30	58.50
03/12/02 DJL	Examine Documents Equity Committee Press Release	.10	19.50
03/13/02 WMS	Exam. of Documents Docket	.10	59.50
03/13/02 ENS	Examine Documents CORP STRUCTURE ANALYSIS	.60	285.00
03/13/02 BEK	Obtaining Copies of Court Records Docket Update	.40	62.00
03/13/02 EMA	Examine Documents Press releases, newspaper articles	.40	62.00
03/13/02 JSF	Telephone Call(s) V. Durrer re: Standard Federal	.10	35.00
03/13/02 JSF	Examine Documents March 6th Hearing Calendar	.50	175.00
03/13/02 DJL	Telephone Call(s) Phone call (x2) with Saul Ewing re Owens Corning	.20	39.00
03/13/02 DJL	Memo Revised Roster	.10	19.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 105

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/13/02 DJL	Examine Documents re: upcoming hearing	.60	117.00
03/13/02 DJL	Review File re: K-mart Trademark	.10	19.50
03/13/02 TAP	Examine Documents new motions	.40	90.00
03/13/02 TAP	Examine Documents Memo re Committee meeting, Committee views	.20	45.00
03/14/02 AW	Diary & Docket	.30	46.50
03/14/02 BEK	Pacer-Docket Check	.40	62.00
03/14/02 JSF	Telephone Call(s) V. Durrer re: Confidentiality Agreement	.20	70.00
03/14/02 JSF	Examine Documents Confidentiality Agreement - C/C Issues	.20	70.00
03/14/02 JSF	Examine Documents Orders from 3/6 Hearing	.80	280.00
03/14/02 SMP	Research Research re: rejection of contracts	.90	175.50
03/14/02 DJL	Prepare for Court Appearance Prepared for 3/20 omnibus hearing	1.00	195.00
03/14/02 DJL	Telephone Call(s) Phone call with Saul Ewing re Owens Corning - Kmart Trademarks	.10	19.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 106

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 DJL	Memo Revisions to summaries of 3/20 motions	.50	97.50
03/14/02 TAP	Memo prepare materials for 3/20 Omnibus Hearing	3.20	720.00
03/15/02 SLH	Examine Documents DOCKET	.10	59.50
03/15/02 PF	Research re Legal Papers RE: KPI/GUARANTY ISSUES	.70	360.50
03/15/02 JSF	Research Research Issues re: Kmart of Michigan	1.00	350.00
03/15/02 JSF	Memo Status Report on Open Committee Issues	1.80	630.00
03/15/02 DJL	Telephone Call(s) Phone call with Saul Ewing re Owens Corning - Kmart trademarks	.10	19.50
03/15/02 DJL	Examine Documents Reviewed various pleadings	.60	117.00
03/15/02 DJL	Prepare for Court Appearance Prepared for 3/20 Omnibus Hearing	1.10	214.50
03/15/02 TAP	Memo revise materials for 3/20 omnibus hearing	1.30	292.50
03/17/02 DJL	Memo Revised summaries for 3/20 hearing	.50	97.50
03/18/02 SLH	Examine Documents BNY/ADJOURNMENT ISSUES	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 107

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/18/02 SLH	Examine Documents AGENDA	.20	119.00
03/18/02 SLH	Examine Documents PREPARE FOR 3/20 HEARING	.20	119.00
03/18/02 SLH	Examine Documents DJL/PREPARE FOR 3/20	.20	119.00
03/18/02 SLH	Examine Documents OBJECTION TO BRANCH	.10	59.50
03/18/02 ENS	Examine Documents STATUS REPORT	.30	142.50
03/18/02 ENS	Examine Documents STATUS - CONF AGREEMENT	.40	190.00
03/18/02 ENS	Telephone Call(s) - Accountant L. ASHE - CONF AGREEMENT	.40	190.00
03/18/02 ENS	Examine Documents COMPARE - CONF AGREEMENT /BYLAWS	.30	142.50
03/18/02 BEK	Pacer-Docket Check	.40	62.00
03/18/02 EMA	Examine Documents various noas, corresp, memos	.60	93.00
03/18/02 DJL	Telephone Call(s) - Debtor's Attorney with Joe Wharton re 3/20 Agenda	.10	19.50
03/18/02 DJL	Telephone Call(s) - Debtor's Attorney with Van Durrer re setoff	.10	19.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 108

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/18/02 DJL	Prepare for Court Appearance Preparation of materials for 3/20 hearing	3.40	663.00
03/18/02 DJL	Memo Review and Revision of Summaries for 3/20 Omnibus Hearing	.80	156.00
03/18/02 TAP	Memo Summaries of motions to be heard at 3/20 Omnibus hearing	3.50	787.50
03/18/02 TAP	Review File Numerous motions to be heard at 3/20 Omnibus Hearing	2.00	450.00
03/19/02 SLH	Examine Documents PREPARE FOR 3/20 HEARING, SURETY ISSUES, ETC. (TRAVEL)	1.50	892.50
03/19/02 SLH	Examine Documents REVISED ORDERS FOR 3/20 HEARINGS	.50	297.50
03/19/02 SLH	Examine Documents AGENDA LETTER	.20	119.00
03/19/02 ENS	Telephone Call(s) W/ASHE - CONF AGREEMENT	.20	95.00
03/19/02 ENS	Examine Documents OMNI CALENDAR	.20	95.00
03/19/02 ENS	Examine Documents OBJ'S OMNIBUS	.30	142.50
03/19/02 EMA	Examine Documents dockets, hearing notices	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 109

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/19/02 DJL	Telephone Call(s) - Debtor's Attorney Phone calls with Joe Wharton re Proposed Orders	.40	78.00
03/19/02 DJL	Examine Documents Contested matters for 3/20 Hearing	.70	136.50
03/19/02 DJL	Correspondence Email to H. Abrams of Saul Ewing re Owens Corning - Kmart Trademarks	.20	39.00
03/19/02 DJL	Prepare for Court Appearance Prepared for Omnibus	1.50	292.50
03/19/02 DJL	Memo Summaries of Additional 3/20 Pleadings	1.00	195.00
03/19/02 TAP	Telephone Call(s) - Debtor's Attorney J. Wharton re proposed stipulated orders	.20	45.00
03/20/02 WMS	Review File Docket	.20	119.00
03/20/02 SLH	Conference out of Office W/MILLER, HUTCHINSON RE CALENDAR, ETC.	.40	238.00
03/20/02 SLH	Conference out of Office LICENSE PROVISIONS; ENTERED ORDERS (TRAVEL)	2.50	1,487.50
03/20/02 SLH	Conference out of Office ½ NON WORKING TRAVEL TIME	.60	357.00
03/20/02 AW	Obtaining Copies of Court Records down load doc via net	.70	108.50
03/20/02 EMA	Examine Documents court agendas, noas, committee agendas	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 110

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/20/02 DJL	Telephone Call(s) Phone call with Henry Abrams re Owens Corning - Kmart Trademarks	.20	39.00
03/20/02 DJL	Examine Documents Reviewed Kmart Trademarks material	.20	39.00
03/20/02 DJL	Examine Documents Revised 3/20 Agenda	.30	58.50
03/20/02 TAP	Telephone Call(s) G. Duncombe, DrKW re committee roster	.10	22.50
03/21/02 SLH	Examine Documents 3/21 COURT HEARING REPORT/WIRT	.10	59.50
03/21/02 SLH	Examine Documents VENDOR MATERIAL	.20	119.00
03/21/02 PF	Research re Legal Papers RE: KPI AND GUARANTY RE: IP	.40	206.00
03/21/02 EMA	Examine Documents newspaper articles, press releases	.30	46.50
03/21/02 EMA	Examine Documents first day motions and orders	.60	93.00
03/21/02 DJL	Examine Documents Revised Committee Agenda for conf. call	.30	58.50
03/21/02 DJL	Review File Reviewed file re floorgraphics	.10	19.50
03/22/02 SLH	Examine Documents DJL/GLOBAL	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 111

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 CAP	Examine Documents confidentiality agreement, court hearing agendas and amended agenda, e-mails, memos	.50	77.50
03/22/02 SMP	Examine Documents review docket	.50	97.50
03/22/02 DJL	Examine Documents Reviewed Kmart Trademark Issues	.20	39.00
03/22/02 DJL	Review File re Kmart Trademarks	.20	39.00
03/22/02 DJL	Memo Task List	.30	58.50
03/25/02 SLH	Examine Documents BUTLER REPORT	.10	59.50
03/25/02 SLH	Examine Documents PRESS RELEASE	.10	59.50
03/25/02 SLH	Examine Documents SMP 3/20 AND 3/21 CALENDAR ISSUES	.30	178.50
03/25/02 ENS	Examine Documents REVIEW STATUS REPORT - 3/21 HRG	.30	142.50
03/25/02 ENS	Examine Documents AGENDA - 3/26 C/C CALL	.30	142.50
03/25/02 AW	Diary & Docket mot.	.20	31.00
03/25/02 AW	Diary & Docket ext.	.20	31.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 112

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 EMA	Examine Documents various motions and orders	.60	93.00
03/25/02 JSF	Examine Documents PACA/PASA Report	.30	105.00
03/25/02 JSF	Memo Re: PACA/PASA Amounts	.20	70.00
03/25/02 JSF	Examine Documents Vendor Report of Grievances	.40	140.00
03/25/02 SMP	Memo Summary of 3/20 omnibus hearing	2.90	565.50
03/25/02 SMP	Examine Documents Review notes from omnibus hearing	.90	175.50
03/25/02 SMP	Examine Documents Review order re: exclusivity period	.10	19.50
03/25/02 DJL	Memo Task List	.90	175.50
03/25/02 DJL	Examine Documents Reviewed Orders delivered by Debtors' Counsel	.70	136.50
03/25/02 DJL	Memo Summary re Orders	.70	136.50
03/26/02 SLH	Examine Documents ENTERED ORDERS FROM 3/25	.20	119.00
03/26/02 SLH	Examine Documents MISCELLANEOUS 3/25 HEARING ORDER	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 113

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 SLH	Examine Documents ENTERED ORDERS OF 3/21	.10	59.50
03/26/02 GBR	Review of Documents PACA REPORT	.30	178.50
03/26/02 CAP	Examine Documents Articles, research, e-mails, faxes, notes, memos, court agenda, summary of court hearing	.60	93.00
03/26/02 ENS	Examine Documents SUMMARY - TRUST FINANCING	.90	427.50
03/26/02 ENS	Examine Documents SUMMARY - 3/20 EMPL AGREEMENTS, ISSUES	.80	380.00
03/26/02 ENS	Examine Documents REPORT - 3/20 OMNIBUS	.20	95.00
03/26/02 JSF	Examine Documents Orders from Omnibus Hearing and Results	.70	245.00
03/26/02 JSF	Telephone Call(s) M. McDermott re: Hearing Dates	.10	35.00
03/26/02 JSF	Examine Documents List of Service Providers	.20	70.00
03/26/02 SMP	Memo reviewed, revise memo re: 3/20 Omnibus hearing	.60	117.00
03/26/02 SMP	Examine Documents Review documents re: 3/20 and 3/21 omnibus hearing w/ SLH	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 114

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 SMP	Examine Documents Review 3/21 results	.60	117.00
03/26/02 DJL	Examine Documents Reviewed Docket	.30	58.50
03/26/02 DJL	Examine Documents Reviewed Orders	1.20	234.00
03/26/02 DJL	Memo Analysis of Orders	1.30	253.50
03/26/02 DJL	Examine Documents Review of March 20 Omnibus	.20	39.00
03/26/02 DJL	Examine Documents Analysis of executive agreements	.20	39.00
03/27/02 SLH	Examine Documents DOCKET SHEET MATERIAL	.30	178.50
03/27/02 AW	Obtaining Copies of Court Records research to locate retention papers, & doc filed with SEC	2.80	434.00
03/27/02 EMA	Examine Documents transcripts	.30	46.50
03/28/02 CAP	Examine Documents Court hearing agenda, amended notice of appointment of financial institutions' committee, roster, cc members expense report	.40	62.00
03/28/02 CAP	Examine Documents Correspondence, e-mails, faxes, memos	.50	77.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 115

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 CAP	Examine Documents Various motions for adequate assurance, objections to utilities motion	.50	77.50
03/28/02 CAP	Examine Documents Retention applications, notices, ordinary course professionals documents	.50	77.50
03/28/02 AW	Diary & Docket d/l to file stmt.	.30	46.50
03/28/02 BEK	Obtaining Copies of Court Records Docket Sheet, Search for Buck Financial Retention	.80	124.00
03/28/02 TAP	Memo Review and Summarize Agreed Orders	2.80	630.00
03/29/02 JSF	Examine Documents Capital Factors Appeal	.10	35.00
03/29/02 JSF	Examine Documents PACA/PASA Amended Notice re: Report	.10	35.00
03/29/02 JSF	Examine Documents Final Orders from March Hearings	.30	105.00
04/01/02 SLH	Examine Documents TAP/1ST DAY ORDERS	.20	119.00
04/01/02 SLH	Examine Documents SERVICE PROVIDER LIENS	.20	119.00
04/01/02 AW	Diary & Docket	.20	31.00
04/01/02 EMA	Examine Documents review docket to annotate	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 116

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/01/02 JSF	Telephone Call(s) Lynn Hiestand re: Vendor Subcommittee and Agenda for Meeting	.20	70.00
04/01/02 JSF	Memo Re: Vendor Meeting Agenda	.20	70.00
04/01/02 JSF	Telephone Call(s) Mark McDermott re: Confidentiality Agreement	.10	35.00
04/01/02 JSF	Correspondence Confidentiality Agreement with Comments to McDermott	.20	70.00
04/01/02 JSF	Examine Documents Service Provider and Mechanics' Liens Order	.30	105.00
04/01/02 TAP	Memo re: Agreed Orders from March 20, 21, 25	3.80	855.00
04/02/02 SLH	Examine Documents BOARD LETTER	.40	238.00
04/02/02 SLH	Examine Documents MINUTES/CONFIDENTIALITY	.20	119.00
04/02/02 BEK	Obtaining Copies of Court Records Docket Update	.40	62.00
04/02/02 JSF	Telephone Call(s) Van Durrer re: Confidentiality Agreement	.10	35.00
04/02/02 JSF	Examine Documents Revised Confidentiality Agreement	.50	175.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 117

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/02/02 JSF	Telephone Call(s) M. McDermott re: Confidentiality Agreement	.30	105.00
04/03/02 SLH	Examine Documents DOCKET	.20	119.00
04/03/02 JSF	Correspondence L. Hiestand re: Letter to Vendors	.10	35.00
04/03/02 JSF	Telephone Call(s) V. Durrer re: Confidentiality Agreement	.20	70.00
04/03/02 JSF	Examine Documents Financial Institutions Committee Letter to Butler re: Response to Issues Raised By Debtors	.10	35.00
04/03/02 JSF	Examine Documents Legal Docket	.20	70.00
04/03/02 SMP	Memo update roster	.20	39.00
04/03/02 TAP	Memo Re: Critical Vendor Order	.40	90.00
04/04/02 SLH	Examine Documents CONFIDENTIALITY PROTECTIVE ORDER	.20	119.00
04/04/02 GBR	Telephone Call(s) E. IVESTER RE: PROTECTIVE ORDER	.20	119.00
04/04/02 AW	Diary & Docket	.30	46.50
04/04/02 BEK	Obtaining Copies of Court Records Updated docket sheet	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 118

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 EMA	Examine Documents review docket	.60	93.00
04/04/02 JSF	Examine Documents Summaries of Debtors' Motions for April Omnibus	.90	315.00
04/04/02 TAP	Memo Revise memo to c/c re: 4/23 Motion	.80	180.00
04/04/02 MIR	Review File miscellaneous pleadings	2.40	372.00
04/04/02 MIR	Examine Documents memos	.60	93.00
04/05/02 SLH	Examine Documents SKADDEN DOCUMENT ON KMART - MCCANN	.40	238.00
04/05/02 SLH	Examine Documents DOCKET	.10	59.50
04/05/02 AW	Obtaining Copies of Court Records docket sheet	.50	77.50
04/05/02 EMA	Examine Documents review and annotate docket	.40	62.00
04/05/02 JSF	Examine Documents Confidentiality Agreement	.20	70.00
04/05/02 JSF	Examine Documents Debtors' Presentation re: Changes to Vendor Programs	.40	140.00
04/05/02 TAP	Memo Revise memo to c/c re: 4/23 hearing motions	.70	157.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 119

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 ENS	Examine Documents CONF AGREEMENT	.20	95.00
04/08/02 BEK	Obtaining Copies of Court Records Docket report	.40	62.00
04/08/02 EMA	Examine Documents review and annotate docket	.40	62.00
04/08/02 EMA	Review File adversary documents	.40	62.00
04/08/02 JSF	Examine Documents Revised Confidentiality Agreement	.40	140.00
04/09/02 SLH	Examine Documents DOCKET	.10	59.50
04/09/02 SLH	Examine Documents CONFIDENTIALITY ISSUES	.30	178.50
04/09/02 BEK	Obtaining Copies of Court Records Docket Sheet update	.40	62.00
04/09/02 JSF	Examine Documents Revisions to Confidentiality Agreement	.30	105.00
04/09/02 JSF	Examine Documents Protective Order re: Financial Institutions' Committee	.40	140.00
04/09/02 JSF	Telephone Call(s) V. Durrer re: Confidentiality Agreement	.20	70.00
04/09/02 TAP	Examine Documents Revised Confidentiality Agreement Draft	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 120

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/09/02 MIR	Examine Documents inter-office memos	.90	139.50
04/09/02 MIR	Review File miscellaneous legal pleadings	1.50	232.50
04/10/02 SMP	Examine Documents review Debtors report (announcing new management)	.40	78.00
04/10/02 DJL	Examine Documents Reviewed Docket	.20	39.00
04/10/02 MIR	Examine Documents memos	.90	139.50
04/10/02 MIR	Examine Documents misc. pleadings & legal docket	1.80	279.00
04/11/02 ENS	Examine Documents MOTION SUMMARY	.30	142.50
04/11/02 AW	Obtaining Copies of Court Records down load motions, objections, application via net	1.90	294.50
04/11/02 BEK	Obtaining Copies of Court Records DOCKET	.40	62.00
04/11/02 EMA	Examine Documents annotate docket	.30	46.50
04/11/02 JSF	Telephone Call(s) E. Ivester re: Finance Committee Objections	.70	245.00
04/11/02 SMP	Examine Documents review debtors report dated 4/10	.80	156.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 121

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 DJL	Prepare for Court Appearance Prepared for 4/24 Omnibus - New pleadings	1.40	273.00
04/11/02 DJL	Memo Summary of Various Motions for 4/24 Omnibus	.70	136.50
04/11/02 MIR	Examine Documents miscellaneous pleadings	1.90	294.50
04/11/02 MIR	Examine Documents memos	.40	62.00
04/12/02 GBR	Telephone Call(s) E. IVESTER RE: CONFIDENTIALITY AGREEMENT	.20	119.00
04/12/02 AW	Obtaining Copies of Court Records down load motion papers via net	1.30	201.50
04/12/02 EMA	Examine Documents review docket and annotate if needed	.30	46.50
04/12/02 JSF	Research Fraudulent Conveyance/Transfer of Assets	1.00	350.00
04/12/02 DJL	Examine Documents Docket	.50	97.50
04/12/02 DJL	Prepare for Court Appearance Prepared for 4/24 Omnibus	2.00	390.00
04/12/02 TAP	Memo re: Motions for April 23-24 Omnibus Hearings	2.40	540.00
04/12/02 MIR	Examine Documents miscellaneous pleadings	1.10	170.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 122

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 MIR	Examine Documents memos	1.40	217.00
04/12/02 MIR	Review File correspondence	.90	139.50
04/15/02 SLH	Examine Documents GBR/4/15 BANK ISSUES	.20	119.00
04/15/02 AW	Diary & Docket	.20	31.00
04/15/02 AW	Diary & Docket	.20	31.00
04/15/02 BEK	Obtaining Copies of Court Records Docket sheet update	.40	62.00
04/15/02 EMA	Examine Documents review and annotate docket	.20	31.00
04/15/02 DJL	Examine Documents Reviewed various motions for 4/23-24 omnibus	.80	156.00
04/15/02 DJL	Prepare for Court Appearance Prepared for Hearing	1.80	351.00
04/15/02 TAP	Memo revise memo re Omnibus motions	1.30	292.50
04/15/02 MIR	Examine Documents miscellaneous pleadings	1.40	217.00
04/15/02 MIR	Examine Documents scheduling orders	.90	139.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 123

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 SLH	Examine Documents KMART DOCUMENT PRODUCTION	.20	119.00
04/16/02 SLH	Examine Documents WALMART ON APPAREL	.20	119.00
04/16/02 SLH	Memo RE APPAREL ISSUES	.10	59.50
04/16/02 SLH	Examine Documents DOCKET	.10	59.50
04/16/02 BEK	Obtaining Copies of Court Records Docket sheet update	.40	62.00
04/16/02 EMA	Examine Documents review and annotate docket sheet	.40	62.00
04/17/02 SLH	Examine Documents AGENDA	.20	119.00
04/17/02 SLH	Examine Documents HFD ON KMART	.20	119.00
04/17/02 SLH	Examine Documents DOCKET	.10	59.50
04/17/02 BEK	Obtaining Copies of Court Records Docket Sheet update	.40	62.00
04/17/02 EMA	Examine Documents review and annotate docket	.40	62.00
04/17/02 JSF	Examine Documents Letter from Jones Day re: Discovery	.20	70.00
04/17/02 JSF	Telephone Call(s) C. Smith re: Floorgraphics	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 124

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 JSF	Memo Re: Status of Floorgraphics Dispute	.20	70.00
04/17/02 JSF	Examine Documents Motion for Formation of Equity Committee	.20	70.00
04/17/02 SMP	Examine Documents Review motion scheduled for 4/23	.80	156.00
04/17/02 DJL	Memo Revise Roster	.20	39.00
04/17/02 DJL	Examine Documents Motion re Stockholders Equity Committee	.50	97.50
04/17/02 DJL	Memo Summary re Motion re Stockholders Equity Committee	.40	78.00
04/17/02 DJL	Examine Documents Reviewed and Revised Summaries	1.40	273.00
04/17/02 DJL	Prepare for Court Appearance Prepared for 4/23-24 Omnibus	1.20	234.00
04/17/02 TAP	Telephone Call(s) - Accountant RE: STATUS OF APPEALS	.30	67.50
04/18/02 ENS	Examine Documents MTN - PROC - EQUITY COMM	.20	95.00
04/18/02 ENS	Examine Documents DEBTOR HANDOUT (APRIL MTG.)	.60	285.00
04/18/02 AW	Diary & Docket	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 125

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 AW	Diary & Docket	.30	46.50
04/18/02 EMA	Examine Documents review and annotate docket	.30	46.50
04/18/02 JSF	Correspondence C. Smith and R. Cieri re: Discovery	.10	35.00
04/18/02 JSF	Examine Documents Summaries of Pleadings for April Omnibus	1.70	595.00
04/18/02 DJL	Memo Revise Summaries for 4/23-24 Omnibus	.50	97.50
04/18/02 DJL	Examine Documents Reviewed Docket	.40	78.00
04/18/02 DJL	Prepare for Court Appearance Prepared for April Omnibus	1.10	214.50
04/18/02 MIR	Examine Documents miscellaneous pleadings	.40	62.00
04/18/02 MIR	Examine Documents interoffice memos	.80	124.00
04/19/02 SLH	Examine Documents DOCKET	.10	59.50
04/19/02 BEK	Obtaining Copies of Court Records Docket Sheet Update	.40	62.00
04/19/02 EMA	Examine Documents review and annotate docket	.30	46.50
04/19/02 JSF	Examine Documents Recently Filed Pleadings	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 126

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 JSF	Examine Documents Summaries of April Omnibus Motions and Objections	.60	210.00
04/19/02 DJL	Telephone Call(s) - Debtor's Attorney J. Wharton (x2) re Omnibus Agenda	.20	39.00
04/19/02 DJL	Prepare for Court Appearance 4/23-24 Omnibus	.70	136.50
04/19/02 DJL	Memo Preparation of additional summaries	1.30	253.50
04/19/02 DJL	Examine Documents draft orders	.20	39.00
04/19/02 TAP	Memo revise summaries of motions for 4/23-24 Omnibus	1.50	337.50
04/19/02 MIR	Examine Documents misc. pleadings	.90	139.50
04/19/02 MIR	Review File various memos	1.00	155.00
04/22/02 SLH	Examine Documents DOCKET	.10	59.50
04/22/02 SLH	Examine Documents DOCKET	.10	59.50
04/22/02 SLH	Examine Documents GBR/4/23 CALENDAR	.20	119.00
04/22/02 SLH	Examine Documents AGENDA	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 127

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 AW	Diary & Docket	.20	31.00
04/22/02 AW	Diary & Docket	.20	31.00
04/22/02 BEK	Obtaining Copies of Court Records Docket Sheet Update	.40	62.00
04/22/02 EMA	Examine Documents various noas	.40	62.00
04/22/02 EMA	Examine Documents annotate docket	.40	62.00
04/22/02 JSF	Examine Documents Summaries of Motions and Objections Scheduled for April 23-24 Hearing (Travel)	1.40	490.00
04/22/02 JSF	Conference out of Office Non-Working Travel Time (Half)	2.50	875.00
04/22/02 SMP	Conference out of Office non-working travel time (half time)	2.50	487.50
04/22/02 SMP	Examine Documents review summaries of motions scheduled for 4/23, 4/24	1.60	312.00
04/22/02 DJL	Memo Revised memo re 4/23 Omnibus	.60	117.00
04/22/02 DJL	Examine Documents Reviewed Proposed Agenda	1.20	234.00
04/22/02 DJL	Prepare for Court Appearance Prepared for Omnibus Hearing	1.80	351.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 128

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 TAP	Examine Documents AGENDA FOR 4/23 AND 4/24 HEARINGS	.20	45.00
04/22/02 TAP	Examine Documents DEBTORS OBJECTIONS TO VARIOUS MOTIONS	.30	67.50
04/22/02 MIR	Examine Documents memos	1.10	170.50
04/23/02 SLH	Examine Documents DOCKET	.10	59.50
04/23/02 ENS	Examine Documents OMNI AGENDA/SUMMARIES	.90	427.50
04/23/02 BEK	Obtaining Copies of Court Records Docket Update	.40	62.00
04/23/02 JSF	Attendance at Court (Motion) Omnibus Hearing	4.00	1,400.00
04/23/02 JSF	Examine Documents Hearing Results	.50	175.00
04/23/02 SMP	Examine Documents Review Motions Set for Hearing	.80	156.00
04/23/02 SMP	Attendance at Court (Motion) Attend Omnibus Hearing	4.00	780.00
04/23/02 DJL	Review File Re April Omnibus	.20	39.00
04/23/02 DJL	Prepare for Court Appearance Prepared for Omnibus	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 129

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 DJL	Examine Documents Reviewed Docket for any additional filings	.50	97.50
04/23/02 TAP	Correspondence J. Wharton re: status of appeals	.20	45.00
04/23/02 TAP	Examine Documents w/GBR re: status of hearings	.40	90.00
04/23/02 MIR	Examine Documents memos	.80	124.00
04/23/02 MIR	Examine Documents miscellaneous pleadings	1.10	170.50
04/24/02 GBR	Review of Documents PREP FOR OMNIBUS HEARINGS	1.20	714.00
04/24/02 AW	Obtaining Copies of Court Records docket sheet	.30	46.50
04/24/02 BEK	Obtaining Copies of Court Records Docket update	.40	62.00
04/24/02 EMA	Examine Documents annotate docket	.40	62.00
04/24/02 JSF	Examine Documents Review Notes - Prep for Hearing	.70	245.00
04/24/02 JSF	Examine Documents Hearing Results/Continued Motions/Matters for May 9th	1.40	490.00
04/24/02 JSF	Conference out of Office Non-Working Travel Time	2.80	980.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 130

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/24/02 SMP	Examine Documents Review re: hearing results, continued motions	.80	156.00
04/24/02 DJL	Examine Documents Articles re Financials	.20	39.00
04/24/02 DJL	Prepare for Court Appearance Prepared for 5/9 hearing	1.10	214.50
04/24/02 DJL	Memo re upcoming hearing 5/9	.60	117.00
04/24/02 TAP	Telephone Call(s) - Creditor's Atty/Rep W/ JSF (OUT OF OFFICE) RE: ADAMSON AGMT AND RECENT FILINGS	.20	45.00
04/25/02 SLH	Examine Documents DOCKET	.20	119.00
04/25/02 GBR	Conference Out of Office ½ NON-WORKING TRAVEL FROM CHICAGO	2.20	1,309.00
04/25/02 ENS	Examine Documents RE - 4/23 HEARING /EMPLOYMENT ISSUES	.20	95.00
04/25/02 AW	Diary & Docket	.30	46.50
04/25/02 EMA	Examine Documents review and annotate docket	.60	93.00
04/25/02 JSF	Examine Documents Objection to Motion of Appointment of Equity Committee	.20	70.00
04/25/02 JSF	Examine Documents Orders from April 23 Hearing	1.50	525.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 131

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/25/02 JSF	Examine Documents Supplemental Submission of Capital Factors	.40	140.00
04/25/02 JSF	Examine Documents Review of Notes/Results of April Hearings	.80	280.00
04/25/02 DJL	Examine Documents re 4/24 Omnibus results	.90	175.50
04/25/02 DJL	Prepare for Court Appearance re May 9 hearing	1.10	214.50
04/25/02 DJL	Examine Documents orders from omnibus	.50	97.50
04/25/02 MIR	Examine Documents memos	1.00	155.00
04/26/02 AW	Obtaining Copies of Court Records docket sheet	.40	62.00
04/26/02 EMA	Examine Documents review and annotate docket	.60	93.00
04/26/02 JSF	Examine Documents Transcript of April 23 Hearing	1.50	525.00
04/26/02 JSF	Examine Documents Request For Equity Committee	.30	105.00
04/26/02 JSF	Examine Documents Debtors' Largest Shareholder	.30	105.00
04/26/02 DJL	Research	.90	175.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 132

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/26/02 DJL	Prepare for Court Appearance Prepared for 5/9 Hearing	1.30	253.50
04/26/02 DJL	Examine Documents Reviewed and Summarized various motions to be heard 5/9	1.60	312.00
04/26/02 DJL	Examine Documents re Proposed Equity Committee	.50	97.50
04/28/02 DJL	Research re formation of Equity Committee	.50	97.50
04/29/02 SLH	Examine Documents DENVER N.A.	.10	59.50
04/29/02 SLH	Examine Documents DOCKET	.20	119.00
04/29/02 AW	Obtaining Copies of Court Records docket sheet	.40	62.00
04/29/02 JSF	Examine Documents Transcript of April 24 Hearing	.80	280.00
04/29/02 TAP	Correspondence fr J. Wharton re: status of appeals	.20	45.00
04/30/02 SLH	Examine Documents DEBTOR ORKIN BRIEF	.10	59.50
04/30/02 AW	Obtaining Copies of Court Records docket sheet	.30	46.50
04/30/02 EMA	Examine Documents review and annotate docket	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 133

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/02 JSF	Examine Documents Debtor's Orkin Brief	.30	105.00
04/30/02 DJL	Letter-Debtor's Attorney Email to J. Wharton re Debtors' information	.20	39.00
04/30/02 DJL	Memo Roster	.30	58.50
04/30/02 DJL	Research re formation of equity committee	1.30	253.50
04/30/02 DJL	Memo Task List	.90	175.50
TOTAL PHASE 27		535.40	\$ 164,281.00

Phase: 28

Debtor-in-Possession Financing

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 WMS	Review File DIP Documents	.80	476.00
02/01/02 SLH	Examine Documents CAPITAL FACTORS PLEADINGS RE: DIP	.20	119.00
02/01/02 GBR	Telephone Call(s) E. IVESTER RE: BUCK REPORT, VENDOR LIEN	.30	178.50
02/01/02 GBR	Review of Documents DIP ORDER & CREDIT AGREEMENT	3.30	1,963.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 134

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/03/02 TAP	Examine Documents DIP Financing Credit Agreement	.70	157.50
02/03/02 TAP	Examine Documents DIP Financing Orders	.50	112.50
02/03/02 TAP	Examine Documents DIP Financing Security Agreement	.30	67.50
02/04/02 GBR	Telephone Call(s) J. SMITH RE: VENDOR LIEN	.30	178.50
02/04/02 GBR	Prepare Papers REVISE VENDOR LIEN	.40	238.00
02/04/02 GBR	Telephone Call(s) L. HIESTAND RE: VENDOR LIEN DOCS	.10	59.50
02/04/02 JAB	Examine Documents DIP Financing Motion and Documents	.80	340.00
02/04/02 JSF	Examine Documents RTV/DIP/Consignment Motions/Orders	1.50	525.00
02/04/02 DJL	Examine Documents Reviewed grant of trade credit lien	.60	117.00
02/04/02 TAP	Review File Junior lien provision in DIP	.30	67.50
02/05/02 SLH	Review Financial Documents TRADE LIEN DOCUMENTS	.20	119.00
02/05/02 SLH	Telephone Call(s) - Debtor's Attorney W/SKADDEN RE TRADE LIEN	.70	416.50
02/05/02 GBR	Telephone Call(s) L. HIESTAND RE: VENDOR LIENS	1.20	714.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 135

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 GBR	Review of Documents VENDOR LIEN DOCUMENTATION	1.40	833.00
02/05/02 CAP	Examine Documents DIP financing orders, credit agreement	.30	46.50
02/05/02 JSF	Examine Documents Vendor Second Lien Documents	1.00	350.00
02/05/02 TAP	Review File DIP papers re: Trade Lien	.40	90.00
02/06/02 SLH	Examine Documents VENDOR LIEN DOCUMENTS	.30	178.50
02/06/02 GBR	Telephone Call(s) V. IGOR RE: VENDOR LIEN	.20	119.00
02/06/02 GBR	Telephone Call(s) A. COHEN RE: DIP BORROWING BASE	.20	119.00
02/06/02 ENS	Examine Documents RE - VENDOR LIEN DOCS	.40	190.00
02/06/02 JAB	Examine Documents DIP Financing Motion, Interim Order, Credit Agreement, etc.	1.60	680.00
02/06/02 JTM	Examine Documents documents re: financing	.30	46.50
02/06/02 DJL	Examine Documents Reviewed Grant of Trade Creditor Lien	.20	39.00
02/06/02 DJL	Examine Documents Reviewed Statement and Qualifications re Trade Creditor Lien	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 136

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/07/02 DJL	Examine Documents Reviewed grant of trade creditor lien	.60	117.00
02/07/02 DJL	Examine Documents DIP provisions re: trade lien	.20	39.00
02/08/02 CAP	Examine Documents DIP motion, credit agreement, orders, court notice	.30	46.50
02/08/02 AW	Obtaining Copies of Court Records down load doc	.50	77.50
02/08/02 JSF	Examine Documents DIP Lenders	.50	175.00
02/08/02 DJL	Examine Documents Prepetition Lenders/Post-Petition	1.70	331.50
02/08/02 DHB	Examine Documents UNSECURED TRADE VENDORS AND BANKS	2.00	590.00
02/11/02 SLH	Examine Documents F&V MOTION, DIP DOCUMENTS	.20	119.00
02/11/02 GBR	Telephone Call(s) E. IVESTER RE: LC REIMBURSEMENT MOTION	.30	178.50
02/11/02 GBR	Telephone Call(s) D. WALKER RE: VENDOR LIENS	.20	119.00
02/11/02 SHA	Review of Documents CREDIT AGREEMENT RE: RECLAMATION CLAIMS	.50	197.50
02/11/02 SHA	Memo RECLAMATION CLAIMS RE: DIP	.20	79.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 137

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 SLH	Examine Documents L/C CASES FOR 2/13	.40	238.00
02/12/02 SLH	Telephone Call(s) - Creditor W/SARF RE COLLATERAL AGENT ISSUES	.40	238.00
02/14/02 JSF	Examine Documents DIP Agreement	.40	140.00
02/15/02 ENS	Examine Documents RE - STATUS - RECLAMATION - DIP - ISSUES	1.90	902.50
02/15/02 SHA	Review of Documents DIP CREDIT AGREEMENT	.20	79.00
02/15/02 SHA	Memo SLH RE: PRE-PETITION PAYMENTS UNDER DIP	.10	39.50
02/15/02 EMA	Examine Documents various motions re financing	.60	93.00
02/15/02 DJL	Examine Documents DIP Summary	.20	39.00
02/18/02 SHA	Review of Documents DIP CREDIT AGREEMENT RE: USE OF PROCEEDS, EVENTS OF DEFAULT	.50	197.50
02/19/02 SLH	Examine Documents BANK DEBT	.20	119.00
02/19/02 SLH	Examine Documents GORDEN LIEN ISSUE	.20	119.00
02/19/02 ENS	Telephone Call(s) - Creditor's Atty/Rep CANTOR (HOMEDICS) - DIP QUESTIONS	.20	95.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 138

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 SLH	Examine Documents SKADDEN - TRADE LIEN DOCUMENTS	.20	119.00
02/20/02 SLH	Telephone Call(s) - Debtor's Attorney W/KOLIN (SKADDEN) RE TRADE LIEN	.30	178.50
02/20/02 SLH	Examine Documents DIP DOCUMENTS - EVENTS OF DEFAULT	.40	238.00
02/20/02 SLH	Memo RE RECLAMATION PROVISION IN DIP	.20	119.00
02/20/02 GBR	Telephone Call(s) B. HERZBERG RE: VENDOR LIENS	.30	178.50
02/20/02 GBR	Telephone Call(s) J. CANTOR RE: VENDOR LIENS	.20	119.00
02/20/02 ENS	Correspondence TO DURRER - DIP CREDIT AGREEMENT	.30	142.50
02/21/02 SLH	Examine Documents DIP DEFAULTS, ETC.	.20	119.00
02/21/02 GBR	Review of Documents FIRST DIP AMENDMENT	.60	357.00
02/21/02 GBR	Telephone Call(s) M. KNOLL RE: DIP AMENDMENT	.20	119.00
02/21/02 GBR	Review of Documents VENDOR LIEN MODIFICATIONS	.10	59.50
02/21/02 GBR	Telephone Call(s) D. COLIN RE: SET-OFF BANK ADEQUATE ASSURANCE	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 139

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 JSF	Examine Documents Amendment to DIP	.20	70.00
02/21/02 JSF	Telephone Call(s) KPMG re: DIP Amendment	.10	35.00
02/22/02 SLH	Examine Documents DEBTOR 3/6 NEW MOTION TRADE LIEN DOCUMENTS	.40	238.00
02/22/02 GBR	Telephone Call(s) A. COHEN RE: GOB AGENCY AGREEMENT	.30	178.50
02/22/02 JSF	Examine Documents Vendor Second Lien	.30	105.00
02/23/02 SLH	Examine Documents TRADE LIEN DOCUMENTS	.20	119.00
02/25/02 GBR	Telephone Call(s) F O'NEAL RE: VENDOR LIENS	.20	119.00
02/25/02 SHA	Review of Documents SLH MEMO RE: BANK DOCUMENT PRE-PETITION PAYMENT ISSUES	.20	79.00
02/25/02 SHA	Memo SLH MEMO RE: BANK DOCUMENT PRE-PETITION PAYMENT ISSUES	.30	118.50
02/25/02 JSF	Telephone Call(s) V. Durrer re: DIP	.20	70.00
02/25/02 SMP	Examine Documents Review documents re: trade liens.	.10	19.50
02/26/02 SHA	Memo SLH RE: RECLAMATION PAYMENTS	.50	197.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 140

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/02 JSF	Examine Documents Documents re: Grant of Trade Lien	.30	105.00
02/27/02 SLH	Examine Documents SESAME DIP OBJECTIONS	.20	119.00
02/27/02 SLH	Examine Documents CARDINAL OBJECTION TO DIP	.20	119.00
02/28/02 SLH	Examine Documents LIEN VENDOR DOCUMENTS	.30	178.50
02/28/02 ENS	Examine Documents COMMENTS - DIP ORDER	.30	142.50
02/28/02 JSF	Telephone Call(s) L. Hiestand and D. Kolin re: Second Vendor Lien	.30	105.00
02/28/02 JSF	Examine Documents Second Vendor Lien Documents	.40	140.00
02/28/02 JSF	Examine Documents DIP Documents	.60	210.00
03/01/02 GBR	Prepare Papers REVISE VENDOR LIEN DOCS.	.40	238.00
03/01/02 GBR	Telephone Call(s) B. DEANGILIS RE: FINAL DIP ORDER	.20	119.00
03/01/02 SHA	Review of Documents DIP COMPOSITE CONFORMED CREDIT AGREEMENT	1.00	395.00
03/01/02 JSF	Examine Documents Trade Creditor Lien Documents and proposed revisions	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 141

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/01/02 JSF	Examine Documents Revised DIP Documents	.70	245.00
03/03/02 GBR	Review of Documents SESAME OBJ. TO DIP	.20	119.00
03/03/02 GBR	Review of Documents CARDINAL OBJ. TO DIP	.20	119.00
03/03/02 GBR	Review of Documents OBJS. TO SET-OFF BANKS' MOTIONS	.30	178.50
03/03/02 ENS	Examine Documents DIP OBJ'S	.40	190.00
03/03/02 JSF	Examine Documents DIP Credit Agreement	.80	280.00
03/03/02 JSF	Examine Documents Final DIP Order	1.30	455.00
03/03/02 JSF	Examine Documents Objections re: Prepetition Lenders Setoff	1.20	420.00
03/03/02 JSF	Examine Documents Objections to DIP	1.40	490.00
03/04/02 SLH	Examine Documents DIP PROVISION	.20	119.00
03/04/02 SLH	Examine Documents VENDOR LIEN ISSUES	.20	119.00
03/04/02 GBR	Review of Documents STANDARD OBJ. TO DIP	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 142

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 SHA	Review of Documents COMPOSITE CONFORMED CREDIT AGREEMENT	1.50	592.50
03/04/02 JSF	Examine Documents DIP Financing Documents	1.00	350.00
03/04/02 JSF	Examine Documents Debtors' Response to DIP Objections - Review and Summarize	1.40	490.00
03/05/02 WMS	Review File DIP Financing Papers	.40	238.00
03/05/02 SLH	Examine Documents RESPONSES TO DIP MOTION, ETC.	.20	119.00
03/05/02 SHA	Review of Documents CONFORMED COMPOSITE CREDIT AGREEMENT; FINAL ORDER, SECOND AMENDMENT; VENDOR LIEN PROGRAM DOCUMENTS	3.50	1,382.50
03/05/02 SHA	Memo MEMO SUMMARIZING AMENDED CREDIT AGREEMENT AND FINAL ORDER	3.50	1,382.50
03/05/02 JSF	Examine Documents DIP Documents	.80	280.00
03/05/02 JSF	Examine Documents BNY Papers re: Setoff and DIP	.60	210.00
03/06/02 SLH	Conference out of Office CONFERENCE AT W&S ON HEARING MATTERS	1.50	892.50
03/06/02 SLH	Conference out of Office HEARING ON DIP, ETC.	6.50	3,867.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 143

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 SHA	Review of Documents FINAL ORDER ISSUES/DEBTOR'S COUNSEL	1.50	592.50
03/06/02 SHA	Review of Documents CREDIT AGREEMENT; TRADE CREDIT PROGRAM	.30	118.50
03/06/02 EMA	Examine Documents various objections to financing motion	.60	93.00
03/06/02 JSF	Examine Documents DIP Order - Final and Interim	1.80	630.00
03/07/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/TODER RE DIP ISSUES	.20	119.00
03/07/02 SLH	Examine Documents HOMEDICS ISSUES ON LIEN	.10	59.50
03/07/02 EMA	Examine Documents various objections to financing order	.60	93.00
03/12/02 ENS	Examine Documents AMENDMENTS - DIP - CREDIT AGREEMENT	.30	142.50
03/12/02 JSF	Examine Documents Vendor Trade Lien Documents	.30	105.00
03/12/02 JTM	Examine Documents DIP financing documents	.30	46.50
03/14/02 JTM	Examine Documents financing documents	.30	46.50
03/18/02 JAS	Examine Documents Review and comment on proposed order re Surety Bond Program	3.20	1,264.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 144

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 GBR	Review of Documents SECOND AMENDMENT TO DIP	1.60	952.00
03/22/02 TAP	Examine Documents DIP Amendment	.30	67.50
03/26/02 GBR	Telephone Call(s) J. TINNEY RE: VENDOR LIEN ISSUES	.30	178.50
03/26/02 JSF	Examine Documents Syndication Banks	.30	105.00
03/29/02 JTM	Examine Documents documents re: financing	.30	46.50
04/01/02 SLH	Examine Documents TAP/TRADE LIEN	.10	59.50
04/04/02 TAP	Telephone Call(s) - Debtor's Attorney w/J. Wharton re: DIP Syndication	.10	22.50
04/17/02 SLH	Examine Documents RESPONSE TO KEY BANK	.10	59.50
04/17/02 SLH	Examine Documents SURETY ORDER NOTICE	.20	119.00
04/18/02 JSF	Examine Documents Replacement Liens re: Setoff Rights of Banks	.90	315.00
04/18/02 JSF	Telephone Call(s) V. Durrer re: Pre-Petition Banks Set Off	.20	70.00
TOTAL PHASE 28		84.60	\$ 36,409.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 145

JUNE 11, 2002
BILL NO. 114994

Phase: 29		Committee Meetings	
<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 WMS	Conference Out of Office Attend Organizational Meeting	3.50	2,082.50
01/31/02 WMS	Conference Out of Office Meeting with Committee	1.80	1,071.00
01/31/02 SLH	Conference out of Office CREDITORS' COMMITTEE MEETING	6.50	3,867.50
01/31/02 GBR	Conference Out of Office ORGANIZATIONAL/CC MTG.	6.30	3,748.50
01/31/02 JSF	Conference out of Office Meeting of Unsecured Creditors	6.00	2,100.00
02/01/02 SLH	Telephone Call(s) - Creditors Committee C/C MEETING ISSUES	.20	119.00
02/01/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE C/C MEETING ISSUES	.30	178.50
02/01/02 SLH	Examine Documents C/C MEETING PREPARATION	.50	297.50
02/01/02 SLH	Examine Documents CREDITORS' COMMITTEE BYLAWS, MISCELLANEOUS	.30	178.50
02/01/02 SLH	Examine Documents FIRST DAY INTERIM ORDERS FOR REVIEW AT C/C MEETING	.30	178.50
02/01/02 SLH	Examine Documents MEETING NOTES AND RELATED MATERIAL	.50	297.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 146

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 SLH	Examine Documents CREDITORS' COMMITTEE MATERIAL	.30	178.50
02/01/02 GBR	Telephone Call(s) M. KNOLL RE: DOC PROD REQUEST, 2/7 AGENDA	.60	357.00
02/01/02 RAF	Examine Documents Bylaws review	.50	197.50
02/01/02 DJL	Prepare Legal Papers Preparation, review and revisions to Committee bylaws	2.60	507.00
02/01/02 DJL	Prepare Legal Papers Preparation of Committee Expense Reimbursement Form	.60	117.00
02/01/02 DJL	Prepare for Creditors Meeting Prepared, reviewed and revised Committee roster	1.90	370.50
02/01/02 TAP	Examine Documents Prepare Committee Bylaws	1.10	247.50
02/02/02 RAF	Examine Documents Meeting materials for c/c	2.80	1,106.00
02/04/02 SLH	Telephone Call(s) - Creditors Committee GBR C/C MEETING ISSUES	.20	119.00
02/04/02 GBR	Telephone Call(s) M. WEXLER RE: CC MTG.	.10	59.50
02/04/02 GBR	Telephone Call(s) J. BUTLER RE: CC MTG.	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 147

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 GBR	Telephone Call(s) E. IVESTER RE: CC MTG.	.10	59.50
02/04/02 GBR	Telephone Call(s) K. MCCANN RE: BY-LAWS, CC AGENDA	.20	119.00
02/04/02 GBR	Telephone Call(s) A. LIPKIND RE: MTG. AGENDA	.20	119.00
02/04/02 GBR	Telephone Call(s) E. BENDER RE: 2/7 CC MTG.	.10	59.50
02/04/02 GBR	Telephone Call(s) B. KLEIN RE: 2/7 AGENDA	.20	119.00
02/04/02 GBR	Prepare Papers 2/7 CC MTG. AGENDA	.80	476.00
02/04/02 GBR	Telephone Call(s) R. KLACZYNSKI RE: MTG AGENDA	.20	119.00
02/04/02 GBR	Telephone Call(s) A. LIPKIND RE: 2/7 CC MTG.	.10	59.50
02/04/02 GBR	Telephone Call(s) S. NEHS RE: BY-LAWS, CONFIDENTIALITY AGREEMENT	.20	119.00
02/04/02 CAP	Examine Documents List of creditors, creditors' information	.20	31.00
02/04/02 JSF	Examine Documents Prepare Agenda and Exhibits for 2/7 Meeting	3.40	1,190.00
02/04/02 JTM	Telephone Call(s) set up 2/7 conference call	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 148

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 DJL	Prepare for Creditors Meeting Documents for Committee Meeting	2.60	507.00
02/04/02 DJL	Examine Documents Exhibit A to Bylaws	.50	97.50
02/04/02 DJL	Memo-File Revised Committee roster	.50	97.50
02/04/02 TAP	Prepare for Creditors Meeting Prepare 10/7 Meeting Presentation	1.20	270.00
02/05/02 SLH	Examine Documents 2/7 MEETING PREPARATION AND REVIEW OF FIRST DAY ISSUES	1.50	892.50
02/05/02 SLH	Examine Documents MEETING ISSUES	.20	119.00
02/05/02 GBR	Telephone Call(s) M. HOTZ RE: 2/7 CC MTG.	.20	119.00
02/05/02 CAP	Examine Documents By-laws, cc roster, correspondence	.40	62.00
02/05/02 EMA	Examine Documents draft, review and revise committee call memo	1.10	170.50
02/05/02 JSF	Examine Documents Prepare for Meeting - Supplemental Documents for C/C	2.50	875.00
02/05/02 DJL	Examine Documents Benderson Ex-Officio request	.20	39.00
02/05/02 DJL	Prepare for Creditors Meeting Prepare for 2/7 Committee meeting	1.00	195.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 149

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 TAP	Prepare for Creditors Meeting Prepare case timeline	3.20	720.00
02/05/02 TAP	Correct Papers Update c/c roster	.60	135.00
02/06/02 WMS	Review File Agenda	.20	119.00
02/06/02 SLH	Examine Documents PREPARATION FOR 2/7 MEETING	.30	178.50
02/06/02 SLH	Conference out of Office PRE-MEETING OF C/C AND DEBTOR	2.00	1,190.00
02/06/02 SLH	Examine Documents MEETING MATERIAL	.50	297.50
02/06/02 GBR	Conference Out of Office CC DINNER MTG. W/DEBTOR AND C/C	2.30	1,368.50
02/06/02 GBR	Review of Documents PREP FOR CC MTG.	1.30	773.50
02/06/02 ENS	Examine Documents BY LAW REVISIONS	.60	285.00
02/06/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER (2X) - BYLAW COMMENTS	.40	190.00
02/06/02 JSF	Examine Documents Supplemental Package of Documents for Meeting (Summaries/Schedule of Motions/Important Dates/Docket)	2.50	875.00
02/06/02 JSF	Conference out of Office Pre-Meeting Dinner with Committee and Debtors	1.50	525.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 150

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/02 JSF	Memo SUMMARY OF MOTIONS FOR C/C	1.50	525.00
02/06/02 DJL	Prepare for Creditors Meeting Prepared Supplemental Documents for Committee Meeting	3.90	760.50
02/06/02 DJL	Examine Documents Reviewed Ex-Officio request from Coca- Cola	.20	39.00
02/06/02 DJL	Examine Documents Reviewed Ex-Officio request from Benderson	.20	39.00
02/06/02 DJL	Examine Documents Reviewed Ex-Officio request from Footstar	.20	39.00
02/06/02 DJL	Examine Documents Reviewed Ex-Officio request from UNITE	.20	39.00
02/06/02 DJL	Memo Revised Committee Information	.40	78.00
02/06/02 TAP	Examine Documents Designation fo Unsecured and Financial Committee and update Committee lists	.40	90.00
02/06/02 TAP	Examine Documents Update Roster to include Debtors information	.80	180.00
02/07/02 SLH	Examine Documents PREPARE FOR CREDITORS' COMMITTEE MEETING	1.20	714.00
02/07/02 SLH	Conference out of Office C/C MEETING	7.60	4,522.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 151

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/07/02 GBR	Review of Documents PREP FOR CC MTG.	1.20	714.00
02/07/02 GBR	Conference Out of Office CC MTG. AT SKADDEN	7.60	4,522.00
02/07/02 CAP	Examine Documents C/C roster, by-laws	.20	31.00
02/07/02 JSF	Examine Documents Prep for C/C Meeting	1.00	350.00
02/07/02 JSF	Conference out of Office C/C Meeting at Skadden	7.50	2,625.00
02/07/02 JSF	Examine Documents Debtors C/C Meeting Presentation	.60	210.00
02/07/02 TAP	Examine Documents Prepare schedule of upcoming events in cases	.60	135.00
02/08/02 SLH	Telephone Call(s) - Creditors Committee CREDITORS' COMMITTEE CALL	1.50	892.50
02/08/02 SLH	Examine Documents PREPARATION FOR CREDITORS' COMMITTEE CALL	.80	476.00
02/08/02 SLH	Review Financial Documents CONFERENCE CALL MATERIAL	.20	119.00
02/08/02 SLH	Examine Documents MEETING MATERIAL	.40	238.00
02/08/02 GBR	Review of Documents PREP FOR CC CONF CALL	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 152

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 GBR	Telephone Call(s) CC CONF CALL	1.20	714.00
02/08/02 EMA	Examine Documents arrange files re committee members expense requests	1.70	263.50
02/08/02 JSF	Telephone Call(s) C/C Meeting Conference Call	1.40	490.00
02/08/02 JSF	Examine Documents Notes from C/C Meeting	.80	280.00
02/08/02 JTM	Telephone Call(s) set up 2/8 call	.30	46.50
02/08/02 JTM	Telephone Call(s) - Creditors Committee calls to c/c re: 2/8 call	.60	93.00
02/08/02 JTM	Telephone Call(s) set up 2/11 call	.30	46.50
02/08/02 DJL	Prepare for Creditors Meeting Preparation of Committee meeting conference call	.70	136.50
02/10/02 ENS	Examine Documents COMM MTG HANDOUT (DEBTOR)	.60	285.00
02/11/02 SLH	Examine Documents RECLAMATION MEETING	1.00	595.00
02/11/02 SLH	Examine Documents BYLAW REVISIONS	.20	119.00
02/11/02 ENS	Miscellaneous PREP CONF CALL - RECLAMATION SUBCOMM	.60	285.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 153

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 ENS	Telephone Call(s) - Creditors Committee SUBC/C CALL - COMMENTS - RECLAMATION PROGRAM	.90	427.50
02/11/02 DJL	Telephone Call(s) - Creditor Reclamation Subcommittee Conference Call	1.10	214.50
02/13/02 JSF	Examine Documents Committee Bylaws	.20	70.00
02/13/02 DJL	Memo Revised Roster	.70	136.50
02/13/02 DJL	Examine Documents Reviewed Gillette Ex-Officio request	.20	39.00
02/13/02 DJL	Examine Documents reviewed documents re committee members	.20	39.00
02/13/02 DHB	Examine Documents Review of Gillette's Ex-Officio Application	.20	59.00
02/14/02 SLH	Examine Documents GILLETTE EX OFFICIO	.10	59.50
02/14/02 CAP	Examine Documents CC roster, by-laws, committee reimbursement expense forms	.30	46.50
02/14/02 JSF	Examine Documents Bylaw Changes	.20	70.00
02/15/02 JTM	Telephone Call(s) set up 2/19 call	.40	62.00
02/15/02 JTM	Telephone Call(s) set up 2/20 call	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 154

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 JTM	Examine Documents c/c documents	.30	46.50
02/15/02 DJL	Examine Documents L'Oreal ex officio request	.10	19.50
02/16/02 SLH	Examine Documents JSF/CONFIDENTIALITY AGREEMENTS HANSON/MINUTES	.30	178.50
02/16/02 JSF	Memo Minutes of 2/7/02 Meeting	2.40	840.00
02/16/02 JSF	Examine Documents Debtors' Materials from 2/7/02 Meeting	.50	175.00
02/16/02 JSF	Memo Minutes of 2/8/02 Conference Call	1.60	560.00
02/18/02 JSF	Examine Documents Revisions for Bylaws	.30	105.00
02/18/02 JSF	Examine Documents Review Minutes	.50	175.00
02/18/02 JSF	Memo Summary of Ex Officio Requests	2.00	700.00
02/18/02 DJL	Minutes of Creditors Committee Meeting Reclamation Subcommittee Conference Call	1.50	292.50
02/18/02 DJL	Examine Documents Reviewed Committee member information	.20	39.00
02/19/02 SLH	Examine Documents BYLAWS	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 155

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 SLH	Examine Documents EX OFFICIO MATERIAL	.20	119.00
02/19/02 SLH	Examine Documents MINUTES OF MEETINGS	.20	119.00
02/19/02 SLH	Examine Documents BYLAW CHANGES	.20	119.00
02/19/02 CAP	Examine Documents CC rosters, update index of documents	.60	93.00
02/19/02 ENS	Examine Documents BYLAW COMMENTS	.60	285.00
02/19/02 EMA	Examine Documents Committee contacts for C/C meetings	.80	124.00
02/19/02 JSF	Prepare Legal Papers Revisions to Bylaws	1.50	525.00
02/19/02 JSF	Examine Documents Revise Ex Officio Summary	.30	105.00
02/19/02 JTM	Telephone Call(s) set up 2/20 call	.30	46.50
02/20/02 SLH	Examine Documents AGENDA/GBR	.20	119.00
02/20/02 SLH	Examine Documents JSF/BYLAWS, LIEN REVIEW	.40	238.00
02/20/02 SLH	Examine Documents MINUTES	.10	59.50
02/20/02 GBR	Prepare Papers 2/27 CC MTG. AGENDA	.60	357.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 156

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 GBR	Prepare Papers 2/7 & 2/8 CC MTG. MINUTES	.30	178.50
02/20/02 ENS	Correct Papers MINUTES - 2/11 SUB C/C CALL	.20	95.00
02/20/02 JSF	Telephone Call(s) E. Ivester re: C/C Meeting	.30	105.00
02/20/02 JSF	Telephone Call(s) V. Durrer re: C/C Meeting	.10	35.00
02/20/02 JSF	Memo Agenda for C/C Meeting	1.00	350.00
02/20/02 JSF	Telephone Call(s) KPMG re: C/C Meeting	.10	35.00
02/20/02 DJL	Minutes of Creditors Committee Meeting Reclamation Subcommittee minutes	.30	58.50
02/21/02 WMS	Exam. of Documents Agenda for Committee Meeting	.20	119.00
02/21/02 SLH	Examine Documents BYLAWS	.50	297.50
02/21/02 SLH	Examine Documents BYLAWS	.20	119.00
02/21/02 SLH	Examine Documents RECLAMATION SUBCOMMITTEE MINUTES	.20	119.00
02/21/02 SLH	Examine Documents AGENDA MATERIAL	.20	119.00
02/21/02 SLH	Correspondence TO HANSON RE BYLAWS	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 157

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 GBR	Telephone Call(s) L. ASHE RE: 2/27 CC MTG AGENDA	.10	59.50
02/21/02 GBR	Prepare Papers 2/27 CC MTG. AGENDA	.60	357.00
02/21/02 GBR	Telephone Call(s) M. KNOLL RE: 2/27 CC MTG. AGENDA	.10	59.50
02/21/02 ENS	Examine Documents MINUTES - (2)	.40	190.00
02/21/02 JSF	Examine Documents Agenda for C/C Meeting	1.00	350.00
02/21/02 JSF	Examine Documents Review and Modify Bylaws to Reflect Suggested Changes	1.60	560.00
02/21/02 SMP	Minutes of Creditors Committee Meeting Drafted minutes of compensation subcommittee teleconference.	3.20	624.00
02/21/02 DJL	Prepare for Creditors Meeting Prepared for 2/27 meeting	.90	175.50
02/21/02 DJL	Minutes of Creditors Committee Meeting Revised minutes of Reclamation Subcommittee	.80	156.00
02/21/02 DJL	Letter-Creditors Committee Correspondence to Reclamation Subcommittee re minutes	.70	136.50
02/22/02 SLH	Examine Documents AGENDA	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 158

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 SLH	Conference out of Office W/BNY RE CASE ISSUES	1.50	892.50
02/22/02 SLH	Examine Documents JSF/MEETING ISSUES	.30	178.50
02/22/02 GBR	Telephone Call(s) E. IVESTER RE: 2/27 CC MTG. AGENDA	.10	59.50
02/22/02 GBR	Telephone Call(s) G. SHAPIRO & K. MCCANN RE; 2/27 CC MTG. AGENDA	.20	119.00
02/22/02 ENS	Correct Papers REVISE CONF AGREEMENT	.60	285.00
02/22/02 JSF	Correspondence Agenda and Documents Prepare and Send	2.00	700.00
02/22/02 JSF	Correspondence Letter to C/C re: Agenda	.40	140.00
02/22/02 JTM	Examine Documents sent c/c agendas	.50	77.50
02/22/02 DJL	Examine Documents Motions for review with C/C	1.60	312.00
02/22/02 DJL	Examine Documents Reviewed ex officio requests	.80	156.00
02/22/02 DJL	Memo Revised Roster	.30	58.50
02/22/02 DJL	Prepare for Creditors Meeting Preparation of 2/27 Committee Agenda	2.00	390.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 159

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 TAP	Prepare for Creditors Meeting Prepare Package for 2/27/02 Meeting	1.60	360.00
02/23/02 JSF	Examine Documents Agenda for C/C Meeting	.20	70.00
02/25/02 WMS	Exam. of Documents Agenda for Committee Meeting	.10	59.50
02/25/02 WMS	Review File Committee Minutes	.20	119.00
02/25/02 SLH	Examine Documents AGENDA	.20	119.00
02/25/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE DEBTOR AGENDA	.20	119.00
02/25/02 SLH	Examine Documents AGENDA MATERIAL	.20	119.00
02/25/02 SLH	Examine Documents BYLAWS	.20	119.00
02/25/02 GBR	Telephone Call(s) G. SHAPIRO RE: 2/27 CC MTG. AGENDA	.30	178.50
02/25/02 JSF	Examine Documents Revise Bylaws	.50	175.00
02/25/02 DJL	Prepare for Creditors Meeting Prepared for 2/27 meeting	1.30	253.50
02/25/02 DJL	Examine Documents Reviewed supplemental documents for 2/27 meeting	.90	175.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 160

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 TAP	Telephone Call(s) - Creditor's Atty/Rep w/I. Glazier, Jones Day re; Committee contact info.	.20	45.00
02/25/02 TAP	Letter-Creditor's Attorney I. Glazier, Jones Day w/Committee Contact Info	.10	22.50
02/25/02 TAP	Prepare for Creditors Meeting Prepare supplemental materials for 2/27 c/c meeting	1.80	405.00
02/26/02 SLH	Conference(s) in Office PRE-MEETING RE CLAIMS OF C/C	3.30	1,963.50
02/26/02 SLH	Conference out of Office PRE-MEETING DINNER	1.70	1,011.50
02/26/02 SLH	Examine Documents JSF/BYLAWS	.20	119.00
02/26/02 SLH	Examine Documents MEETING MATERIAL	.50	297.50
02/26/02 GBR	Review of Documents PREP FOR CC MTG.	.60	357.00
02/26/02 GBR	Examine Documents Review docs for C/C meeting	1.20	714.00
02/26/02 GBR	Conference Out of Office CC DINNER MEETING	2.00	1,190.00
02/26/02 ENS	Examine Documents KPMG COMMENT CONF AGREEMENT	.40	190.00
02/26/02 ENS	Examine Documents FINANCE COMM BY LAWS- CONFIDENTIALITY	.40	190.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 161

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/02 JSF	Examine Documents Prep for Committee Meeting - Agenda Items	1.70	595.00
02/26/02 JSF	Examine Documents KERP Subcommittee Minutes	.20	70.00
02/26/02 JSF	Conference(s) in Office Meeting with Co-Chairs to Prep for C/C Meeting	3.00	1,050.00
02/26/02 JSF	Telephone Call(s) C. O'Brien re: Bylaws	.40	140.00
02/26/02 JSF	Conference out of Office Pre-Meeting Dinner with Committee and Debtors (half time)	1.50	525.00
02/26/02 DJL	Examine Documents UNITE ex-officio request	.20	39.00
02/26/02 DJL	Prepare for Creditors Meeting Prepared for 2/27 meeting	1.90	370.50
02/26/02 DJL	Examine Documents Supplemental documents to be distributed at meeting	2.20	429.00
02/26/02 DJL	Examine Documents Mark up of Bylaws	.40	78.00
02/26/02 TAP	Telephone Call(s) - Debtor's Attorney E. Investor re: 2/27/02 Mtg.	.10	22.50
02/26/02 TAP	Correct Papers Update Roster (Fin. Comm. Info.)	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 162

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/02 TAP	Prepare for Creditors Meeting Prepare materials for 2/27 Meeting	2.80	630.00
02/27/02 SLH	Examine Documents JSF/MEETING ISSUES	.20	119.00
02/27/02 SLH	Conference out of Office MEETING OF C/C	8.30	4,938.50
02/27/02 SLH	Examine Documents PREPARE FOR MEETING	.70	416.50
02/27/02 GBR	Conference Out of Office PREP FOR CC MTG.	.80	476.00
02/27/02 GBR	Review of Documents MTG AT SKADDEN	8.20	4,879.00
02/27/02 EMA	Examine Documents memos, agendas, noas	.60	93.00
02/27/02 JSF	Examine Documents Prepare for C/C Meeting	.60	210.00
02/27/02 JSF	Conference out of Office C/C Meeting at Skadden	8.50	2,975.00
02/27/02 JSF	Examine Documents Review Materials from Meeting Debtors and KPMG Presentations- Upcoming Dates/Motions	1.20	420.00
02/27/02 JTM	Telephone Call(s) set up 3/4 call	.30	46.50
02/28/02 SLH	Telephone Call(s) - Accountant W/LATTIG RE MEETING RESULTS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 163

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 ENS	Miscellaneous REVISE BYLAWS - CONFID PROVISIONS	.80	380.00
02/28/02 ENS	Examine Documents RE COMM MTG. RESULTS	.40	190.00
02/28/02 JSF	Examine Documents C/C Meeting Materials	1.00	350.00
02/28/02 JTM	Examine Documents c/c meeting documents	.30	46.50
03/01/02 SLH	Examine Documents PREPARE FOR C/C MEETING	.30	178.50
03/01/02 JTM	Examine Documents c/c documents	.30	46.50
03/03/02 SLH	Examine Documents GBR/3/4 AGENDA	.20	119.00
03/04/02 SLH	Examine Documents PREPARATION FOR O'BRIEN CALL ON BYLAWS	.20	119.00
03/04/02 SLH	Examine Documents C.A. ISSUES	.10	59.50
03/04/02 SLH	Examine Documents PREP FOR C/C CALL	.50	297.50
03/04/02 SLH	Telephone Call(s) - Debtor's Attorney C/C CALL	1.30	773.50
03/04/02 SLH	Examine Documents GBR/ C/C CALL ISSUES	.20	119.00
03/04/02 GBR	Telephone Call(s) G. SHAPIRO RE: PREP FOR CC CONF CALL	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 164

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 GBR	Telephone Call(s) CC CONF CALL RE: EMPLOYMENT CONTRACT ET AL.	1.30	773.50
03/04/02 ENS	Examine Documents CONF PROVISION - BY LAWS	.40	190.00
03/04/02 JSF	Telephone Call(s) Conference Call with Committee re: Open Items for 3/6 Hearing	1.40	490.00
03/04/02 JSF	Examine Documents Disputed Bylaw Changes	.30	105.00
03/04/02 JSF	Telephone Call(s) M. Knoll re: Creditors Meeting	.50	175.00
03/05/02 SLH	Examine Documents VENDOR MEETING	.20	119.00
03/05/02 JTM	Telephone Call(s) calls w/c/c re: 3/11 vendor subcommittee call	.90	139.50
03/06/02 WMS	Review File Amended Agenda	.20	119.00
03/06/02 JSF	Memo Agenda	.20	70.00
03/06/02 JSF	Memo Minutes of 2/27 Meeting	2.50	875.00
03/06/02 JSF	Examine Documents KPMG and the Debtors' 2/27 Presentations	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 165

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 JSF	Memo Minutes of the 3/4 Committee Conference Call	1.50	525.00
03/06/02 JTM	Telephone Call(s) set up 3/11 call	.30	46.50
03/07/02 SLH	Examine Documents MINUTES OF 2 MEETINGS	.20	119.00
03/07/02 ENS	Miscellaneous INC FINAL COMMENTS - CONF AGREEMENT/TO DURRER	.90	427.50
03/07/02 JSF	Memo Prepare Agenda for C/C Meeting	1.80	630.00
03/07/02 JSF	Memo Revise Minutes of February Meetings	.50	175.00
03/07/02 JTM	Telephone Call(s) set up 3/13/ call	.30	46.50
03/07/02 DJL	Examine Documents Reviewed Committee Roster	.60	117.00
03/07/02 DJL	Prepare for Creditors Meeting Preparation of Committee Agenda	1.50	292.50
03/08/02 WMS	Exam. of Documents Committee Agenda	.30	178.50
03/08/02 SLH	Examine Documents 3/13 MEETING ISSUES/JSF	.30	178.50
03/08/02 JSF	Examine Documents Finalize Agenda and Supplemental Materials for C/C	.80	280.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 166

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/08/02 JTM	Examine Documents served c/c agendas	.90	139.50
03/08/02 TAP	Prepare for Creditors Meeting prepare Agenda for 3/13 hearing	.50	112.50
03/10/02 SLH	Telephone Call(s) - Debtor's Attorney W/BUTLER RE CALL SCHEDULING	.20	119.00
03/11/02 WMS	Review File Agenda and Exhibits for Committee	.30	178.50
03/11/02 SLH	Examine Documents MATTEL ISSUES re: ByLaws	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditors Committee SUB C/C CONFERENCE CALL	1.30	773.50
03/11/02 SLH	Examine Documents PREPARATION FOR C/C CALL	.30	178.50
03/11/02 ENS	Examine Documents AGENDA - 3/13 COMM MTG.	.30	142.50
03/11/02 JSF	Telephone Call(s) KPMG re: Committee Minutes	.20	70.00
03/11/02 JSF	Preparation of Documents Revise Minutes of 2/7, 2/8, 2/27 and 3/4	.30	105.00
03/12/02 WMS	Review File Committee Minutes	.20	119.00
03/12/02 SLH	Conference out of Office PRE-MEETING W/ CEO, DEBTOR (half)	2.00	1,190.00
03/12/02 SLH	Examine Documents PREPARE FOR 3/13 C/C MEETING	1.50	892.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 167

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 GBR	Review of Documents PREP FOR CC MTG.	1.40	833.00
03/12/02 GBR	Conference Out of Office CC DINNER MTG. W/ DEBTORS AND COMMITTEE (HALF)	1.90	1,130.50
03/12/02 ENS	Prepare for Creditors Meeting COMM MTG.	.60	285.00
03/12/02 JSF	Examine Documents Prep for C/C Meeting - Agenda Items	1.20	420.00
03/12/02 JSF	Conference out of Office Pre Committee Meeting Dinner with Debtors (half)	1.60	560.00
03/12/02 DJL	Prepare for Creditors Meeting Supplemental Documents	1.90	370.50
03/12/02 DJL	Examine Documents Bylaws	.20	39.00
03/12/02 TAP	Prepare for Creditors Meeting prepare supplemental information for 3/13 c/c meeting	1.50	337.50
03/13/02 SLH	Examine Documents PREPARE FOR C/C MEETING	.50	297.50
03/13/02 SLH	Conference out of Office C/C MEETING	8.00	4,760.00
03/13/02 SLH	Telephone Call(s) - Creditors Committee GBR/FINANCE COMMITTEE ACTIVITY	.20	119.00
03/13/02 GBR	Review of Documents PREP FOR CC MTG.	.80	476.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 168

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/13/02 GBR	Conference Out of Office CC MTG. AT SKADDEN	7.50	4,462.50
03/13/02 EMA	Examine Documents various presentations to committee	.60	93.00
03/13/02 JSF	Examine Documents Prep Documents for C/C Meeting	.70	245.00
03/13/02 JSF	Conference out of Office C/ C Meeting	8.00	2,800.00
03/13/02 JSF	Examine Documents Review of C/C Meeting Notes	.50	175.00
03/14/02 EMA	Examine Documents various presentations to committee, agendas, minutes	.40	62.00
03/14/02 JSF	Examine Documents Revise Minutes of 2/27 and 3/4 meetings	.20	70.00
03/14/02 JSF	Examine Documents Revisions to Bylaws	1.30	455.00
03/14/02 JSF	Examine Documents Minutes of 2/27 Meeting	.30	105.00
03/14/02 DJL	Examine Documents Reviewed Debtors presentation	.90	175.50
03/15/02 JSF	Examine Documents Revise Bylaws	.40	140.00
03/18/02 SLH	Examine Documents BYLAWS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 169

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/18/02 TAP	Letter-Creditors Committee Circulate Bylaws for signature	.60	135.00
03/19/02 ENS	Correct Papers REVISE CONF AGREEMENT - KPMG COMMENT	.40	190.00
03/19/02 ENS	Memo COMP - BYLAWS CONF AGREEMENT	.90	427.50
03/19/02 JTM	Telephone Call(s) set up 3/26 call	.40	62.00
03/19/02 DJL	Memo Prepared Agenda for 3/26 Conference Call	.40	78.00
03/20/02 EMA	Examine Documents minutes, agendas	.40	62.00
03/21/02 BEK	Obtaining Copies of Court Records Conversion of ByLaws	.60	93.00
03/21/02 EMA	Examine Documents memos, corresp, handwritten notes, agendas	.60	93.00
03/21/02 DJL	Prepare for Creditors Meeting 3/26 Teleconference	.40	78.00
03/21/02 TAP	Prepare Legal Papers Prepare c/c Bylaws for execution	.40	90.00
03/21/02 TAP	Examine Documents w/SLH, By Laws	.20	45.00
03/21/02 TAP	Letter-Creditors Committee w/By Laws for execution	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 170

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 SLH	Examine Documents TAP/AGENDA	.10	59.50
03/22/02 SLH	Examine Documents AGENDA	.10	59.50
03/22/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE AGENDA ISSUES	.20	119.00
03/22/02 GBR	Prepare Papers CC MTG. MINUTES	.60	357.00
03/22/02 PF	Prepare for Creditors Meeting KPMG ANALYSIS OF LATEST CONTRACTS	2.70	1,390.50
03/22/02 CAP	Examine Documents Presentation to creditors committee	.30	46.50
03/22/02 EMA	Examine Documents agendas, court agendas, memos, notes	.60	93.00
03/22/02 TAP	Letter-Creditors Committee Committee re: Vendor Subcommittee Report	.80	180.00
03/22/02 TAP	Letter-Creditors Committee Agenda and materials for 3/26/02 c/c call	1.30	292.50
03/25/02 SLH	Examine Documents 3/26 MEETING	.20	119.00
03/25/02 SLH	Telephone Call(s) - Debtor's Attorney W/HEISTAND RE VENDOR SUB C/C MEETING	.20	119.00
03/25/02 SLH	Examine Documents JSF/CONSIGNMENT ISSUES FOR 3/26 C/C MEETING	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 171

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 SLH	Telephone Call(s) - Creditors Committee KMART C/C CONFERENCE CALL	2.20	1,309.00
03/26/02 SLH	Examine Documents PREPARE FOR CALL OF C/C	.30	178.50
03/26/02 GBR	Review of Documents PREP FOR CC MTG.	1.20	714.00
03/26/02 GBR	Telephone Call(s) M. KNOLL RE: 4/10 CC MTG. AGENDA	.30	178.50
03/26/02 GBR	Telephone Call(s) R. SCHROCK RE: 4/10 CC MTG.	.10	59.50
03/26/02 GBR	Telephone Call(s) CC CONF CALL RE: COMP ISSUES, ETC.	2.30	1,368.50
03/26/02 JSF	Telephone Call(s) Conference Call with Committee re: Consignment and Employment Contracts	2.00	700.00
03/26/02 SMP	Telephone Call(s) committee teleconference mtg.	2.40	468.00
03/26/02 DJL	Prepare for Creditors Meeting Prepared for teleconference	.60	117.00
03/27/02 JSF	Telephone Call(s) Lynn Hiestand re: Vendor Relations Meeting	.10	35.00
03/27/02 SMP	Examine Documents review notes from 3/26 committee teleconference meeting	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 172

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/27/02 SMP	Minutes of Creditors Committee Meeting minutes from 3/26 committee teleconference	.60	117.00
03/28/02 SLH	Telephone Call(s) - Creditors Committee W/LIPKIND RE 3/28 CONFERENCE CALL	2.00	1,190.00
03/28/02 JSF	Memo Minutes of 3/13 Meeting	.60	210.00
03/29/02 SLH	Examine Documents NOTES FROM MEETINGS	.30	178.50
03/29/02 JSF	Telephone Call(s) L. Hiestand re: Vendor Subcommittee Participants	.10	35.00
03/29/02 JSF	Memo Minutes of 3/13 Meeting	3.50	1,225.00
03/29/02 JTM	Telephone Call(s) calls preparations for 4/2 conference call	.60	93.00
04/01/02 SLH	Examine Documents MINUTES	.20	119.00
04/01/02 SLH	Examine Documents PREPARE FOR 4/2 CONFERENCE CALL	.30	178.50
04/01/02 JSF	Examine Documents Review Agenda for Committee Meeting	.20	70.00
04/01/02 JSF	Memo Agenda for 4/2 Conference Call	.20	70.00
04/01/02 JTM	Telephone Call(s) several calls re: 4/2 conference call	1.60	248.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 173

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/01/02 SMP	Minutes of Creditors Committee Meeting draft committee minutes	.30	58.50
04/02/02 SLH	Examine Documents JSF 4/3 VENDOR MEETING	.20	119.00
04/02/02 SLH	Telephone Call(s) - Creditors Committee C/C CONFERENCE CALL/PREPARATION	1.50	892.50
04/02/02 GBR	Review of Documents PREP FOR CC MTG.	.60	357.00
04/02/02 GBR	Prepare Papers 4/2 CC MTG. AGENDA	.40	238.00
04/02/02 EMA	Examine Documents agendas, noas	.40	62.00
04/02/02 JSF	Examine Documents Review Materials for Committee Conference Call	.30	105.00
04/02/02 JSF	Memo Revise 3/13 Minutes	.20	70.00
04/02/02 JSF	Examine Documents Prepare for Vendor Subcommittee Meeting	.40	140.00
04/02/02 JSF	Memo Minutes of 4/2/02 Conference Call	.80	280.00
04/02/02 JSF	Telephone Call(s) L. Lattig re: Vendor Subcommittee Meeting	.10	35.00
04/02/02 JSF	Examine Documents Agenda for 4/10 Meeting	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 174

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/02/02 JTM	Telephone Call(s) calls re: 4/2 conference call	.40	62.00
04/02/02 SMP	Telephone Call(s) - Creditors Committee committee teleconference	.70	136.50
04/02/02 SMP	Minutes of Creditors Committee Meeting draft minutes of 3/26 Committee teleconference	3.60	702.00
04/02/02 SMP	Minutes of Creditors Committee Meeting review and revise minutes	.40	78.00
04/02/02 SMP	Examine Documents review teleconference meeting notes	.60	117.00
04/03/02 SLH	Examine Documents MEETING PREPARATION	.30	178.50
04/03/02 SLH	Examine Documents MINUTES	.10	59.50
04/03/02 SLH	Conference(s) in Office SUB C/C (VENDOR) MEETING WITH KMART	4.50	2,677.50
04/03/02 GBR	Examine Documents re: vendor relations policy changes	2.40	1,428.00
04/03/02 JSF	Conference(s) in Office Meeting with Debtors and Vendor Subcommittee	4.50	1,575.00
04/03/02 JSF	Examine Documents Debtors' Agenda and Presentation for Vendor Meeting	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 175

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/03/02 JSF	Memo Prepare Agenda and attachments for 4/10 Meeting	1.00	350.00
04/03/02 SMP	Minutes of Creditors Committee Meeting revise minutes, incorporate SLH comments	.30	58.50
04/03/02 TAP	Prepare for Creditors Meeting L. Ashe re: Agenda	.10	22.50
04/03/02 TAP	Prepare for Creditors Meeting w/JSF re: Agenda for 4/10 Meeting	.20	45.00
04/04/02 GBR	Telephone Call(s) CC CONF CALL RE: ADAMSON CONTRACT	1.40	833.00
04/04/02 JSF	Memo Revise Agenda for 4/10/02 Hearing	.60	210.00
04/04/02 JSF	Telephone Call(s) Conference Call with Committee re: Meeting with Adamson	1.30	455.00
04/04/02 SMP	Attend Creditors Meeting committee teleconference	1.30	253.50
04/04/02 SMP	Minutes of Creditors Committee Meeting draft minutes of the 4/4 teleconference	1.60	312.00
04/05/02 SLH	Examine Documents C/C MEETING REPORT	.20	119.00
04/05/02 SLH	Examine Documents SUMMARY FOR C/C MEETING	.20	119.00
04/05/02 SLH	Examine Documents AGENDA FOR 4/16	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 176

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 SLH	Examine Documents PREPARATION FOR C/C CALL	.40	238.00
04/05/02 SLH	Telephone Call(s) - Creditors Committee C/C CALL	1.50	892.50
04/05/02 GBR	Telephone Call(s) CC CONF CALL RE: ADAMSON CONTRACT REVISIONS	1.50	892.50
04/05/02 GBR	Telephone Call(s) M. KNOLL RE: 4/10 CC MTG. AGENDA	.30	178.50
04/05/02 PF	Attend Creditors Meeting RE: COMPENSATION ISSUES	.50	257.50
04/05/02 JSF	Examine Documents Finalize Agenda and Attachments for the Committee	.50	175.00
04/05/02 JSF	Examine Documents Debtors' April Omnibus Motions for Committee Review	.40	140.00
04/05/02 JSF	Examine Documents Committee Bylaws	.20	70.00
04/05/02 JSF	Examine Documents March and April Committee Minutes	.20	70.00
04/05/02 JTM	Telephone Call(s) preparations re: 4/5 call	.30	46.50
04/05/02 JTM	Examine Documents served c/c agendas	.60	93.00
04/05/02 SMP	Telephone Call(s) - Creditors Committee committee teleconference	1.40	273.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 177

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 TAP	Prepare for Creditors Meeting Prepare c/c package for 4/10 Meeting	.60	135.00
04/08/02 GBR	Telephone Call(s) J. BUTLER RE: 4/10 CC MTG.	.10	59.50
04/08/02 ENS	Examine Documents C/C MEETING - PENSKE ISSUES	.20	95.00
04/08/02 ENS	Examine Documents REVISED CONF AGREEMENT/MEMO	.70	332.50
04/08/02 EMA	Examine Documents memos, corresp, agendas, handwritten notes	.60	93.00
04/08/02 DJL	Prepare for Creditors Meeting Committee agenda	.70	136.50
04/09/02 SLH	Examine Documents MEETING PREPARATION	.20	119.00
04/09/02 SLH	Conference out of Office PRE-MEETING DINNER OF C/C WITH DEBTOR (HALF)	1.70	1,011.50
04/09/02 GBR	Review of Documents PREP FOR CC MTG. - MEETING MATERIALS	1.70	1,011.50
04/09/02 GBR	Conference Out of Office CC DINNER MTG. (HALF)	1.70	1,011.50
04/09/02 GBR	Telephone Call(s) L. ASHE RE: 4/10 CC MTG.	.30	178.50
04/09/02 ENS	Examine Documents ADDITIONAL CONF AGREEMENT COMMENTS/JF	.60	285.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 178

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/09/02 JSF	Examine Documents Prep for Meeting - Agenda Items	.50	175.00
04/09/02 JSF	Conference out of Office Dinner Meeting with Committee, Debtors and Financial Institutions Committee (Half)	1.60	560.00
04/09/02 SMP	Conference out of Office prep for meeting - agenda items; issues for review	1.90	370.50
04/09/02 DJL	Prepare for Creditors Meeting Prepared for 4/10 Committee Meeting	1.80	351.00
04/10/02 SLH	Conference out of Office C/C MEETING	8.30	4,938.50
04/10/02 SLH	Telephone Call(s) - Creditors Committee SUB C/C MATERIAL RE: VENDORS	.30	178.50
04/10/02 GBR	Review of Documents PREP FOR CC MTG.	.70	416.50
04/10/02 GBR	Conference Out of Office CC MTG AT SKADDEN	8.20	4,879.00
04/10/02 JSF	Examine Documents Prepare Documents for Committee Meeting	.50	175.00
04/10/02 JSF	Examine Documents Committee Bylaws	.40	140.00
04/10/02 JSF	Conference out of Office Committee Meeting	8.30	2,905.00
04/10/02 JSF	Examine Documents Notes from C/C Meeting	.70	245.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 179

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/10/02 DJL	Examine Documents Reviewed Debtors' Presentation	.90	175.50
04/10/02 TAP	Examine Documents 4/10/02 Committee Meeting/Materials	.70	157.50
04/10/02 MIR	Review File memos, agendas	.60	93.00
04/11/02 JTM	Telephone Call(s) set up 4/12 call	.30	46.50
04/11/02 JTM	Telephone Call(s) preparations re: 4/12 call	.60	93.00
04/12/02 SLH	Telephone Call(s) - Creditors Committee C/C CALL	2.00	1,190.00
04/12/02 SLH	Examine Documents PREPARE FOR C/C MEETING	.30	178.50
04/12/02 SLH	Examine Documents MEETING MATERIAL	.20	119.00
04/12/02 GBR	Review of Documents PREP FOR CC MTG.	1.40	833.00
04/12/02 GBR	Telephone Call(s) CC CONF CALL RE: ADAMSON ET AL.	2.10	1,249.50
04/12/02 JSF	Telephone Call(s) Conference Call of Committee	1.70	595.00
04/12/02 JTM	Telephone Call(s) calls, preparations re: 4/12 call	.70	108.50
04/12/02 SMP	Minutes of Creditors Committee Meeting Draft Minutes of 4/12 teleconference	2.60	507.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 180

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 SMP	Minutes of Creditors Committee Meeting Revise Minutes of 4/12 teleconference	1.10	214.50
04/12/02 SMP	Examine Documents Review notes of 4/12 teleconference	.40	78.00
04/12/02 SMP	Minutes of Creditors Committee Meeting Draft Minutes of 4/4 Committee teleconference	.70	136.50
04/12/02 SMP	Minutes of Creditors Committee Meeting Revise 4/4 Teleconference Minutes	.40	78.00
04/12/02 SMP	Minutes of Creditors Committee Meeting Draft Minutes of 4/5 Committee teleconference	.60	117.00
04/12/02 SMP	Minutes of Creditors Committee Meeting Revise 4/5 Teleconference Minutes	.30	58.50
04/15/02 JSF	Memo Minutes of Vendor Subcommittee Meeting	1.50	525.00
04/15/02 MIR	Examine Documents meetings of and reports to the C/C	1.10	170.50
04/16/02 SLH	Examine Documents VENDOR MEETING MINUTES	.10	59.50
04/16/02 GBR	Prepare Papers 4/4 CC MTG. MINUTES	.30	178.50
04/16/02 GBR	Prepare Papers 4/5 CC MTG. MINUTES	.30	178.50
04/16/02 GBR	Prepare Papers 4/12 CC MTG. MINUTES	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 181

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 JSF	Examine Documents March 13th Minutes	.20	70.00
04/16/02 JSF	Memo April 10 Committee Meeting Minutes	.40	140.00
04/16/02 SMP	Prepare for Creditors Meeting Preparation for teleconference	.20	39.00
04/16/02 SMP	Minutes of Creditors Committee Meeting Revise 4/4 teleconference minutes	.20	39.00
04/16/02 SMP	Minutes of Creditors Committee Meeting Revise 4/5 teleconference minutes	.20	39.00
04/16/02 SMP	Minutes of Creditors Committee Meeting Revise 4/12 teleconference minutes	.20	39.00
04/16/02 SMP	Examine Documents Review attendance documents for committee meeting	.10	19.50
04/17/02 SLH	Examine Documents MINUTES	.20	119.00
04/17/02 JSF	Memo Minutes of April 10, 2002 Committee Meeting	3.30	1,155.00
04/18/02 JSF	Examine Documents Review Minutes of 4/10 Meeting	.30	105.00
04/18/02 SMP	Correspondence draft agenda for committee 4/19 teleconference	.20	39.00
04/19/02 SLH	Telephone Call(s) - Creditors Committee C/C CONFERENCE CALL	.70	416.50

<u>DATE</u>	<u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02	WMS	Conference Out of Office Meeting with Various Creditors: GMAC	1.20	714.00
01/31/02	WMS	Exam. of Documents Debtors' Presentation	.40	238.00
01/31/02	SLH	Telephone Call(s) - Creditors Committee W/TUTTLE, BEVILACQUA RE ISSUES	1.00	595.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 183

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 JSF	Conference out of Office Meeting with KPMG and ACI re: retention/KERP	3.00	1,050.00
02/01/02 WMS	Telephone Call(s) Food Creditor Re: RTV Order	.30	178.50
02/01/02 WMS	Telephone Call(s) R.R. Donnelley Re: Critical Vendor	.10	59.50
02/01/02 SLH	Telephone Call(s) - Creditors Committee W/STITLER RE EX OFFICIO	.20	119.00
02/01/02 SLH	Telephone Call(s) - Creditor W/CHICAGO TRIBUNE RE STATUS	.20	119.00
02/01/02 SLH	Telephone Call(s) - Creditor W/SYMLINGTON RE STATUS	.20	119.00
02/01/02 SLH	Telephone Call(s) - Creditors Committee W/CEDRIC WILLIAMS RE STATUS	.20	119.00
02/01/02 SLH	Telephone Call(s) - Creditor W/PERGOLISI, TRAUB RE STATUS	.30	178.50
02/01/02 SLH	Correspondence REPORT TO CREDITORS' COMMITTEE	.50	297.50
02/01/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/F&D RE STATUS	.10	59.50
02/01/02 SLH	Telephone Call(s) - Creditor W/F&D RE STATUS	.20	119.00
02/01/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/TOWBIN RE APPEAL OF CRITICAL VENDOR ORDER	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 184

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 JSF	Examine Documents C/C - Membership/Contact Information	.30	105.00
02/01/02 TAP	Examine Documents COMMITTEE MEMBERS - REPRESENTATIVES/ALTERNATES & COUNSEL REPRESENTATION	2.20	495.00
02/01/02 TAP	Letter-Creditors Committee Prepare Correspondence to Committee re: Bylaws	.80	180.00
02/01/02 TAP	Letter-Creditors Committee Respond to numerous inquiries re: Committee Materials	1.20	270.00
02/01/02 TAP	Telephone Call(s) - Creditor w/U. Paik re: Address and meeting schedule	.20	45.00
02/02/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE C/C MEETING	.20	119.00
02/02/02 SLH	Telephone Call(s) - Creditors Committee BHM/FOOTSTAR EX OFFICIO	.20	119.00
02/02/02 SLH	Telephone Call(s) - Creditors Committee W/KAYE RE EX OFFICIO	.20	119.00
02/02/02 SLH	Correspondence TO DYKEMA, MISCELLANEOUS RE LOCAL COUNSEL	.20	119.00
02/02/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/HARNER RE: UPDATE	.30	178.50
02/04/02 WMS	Review File Committee Correspondence Re: Agenda	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 185

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 SLH	Examine Documents FOX FIRST DAY ISSUES	.40	238.00
02/04/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE EX OFFICIO, MISCELLANEOUS	.20	119.00
02/04/02 GBR	Telephone Call(s) B. KAYE RE: CC FORMATION	.10	59.50
02/04/02 GBR	Telephone Call(s) C. WILLIAMS RE: AGENDA ITEMS	.20	119.00
02/04/02 GBR	Telephone Call(s) K. TAYLOR RE: CC MTG.	.10	59.50
02/04/02 GBR	Telephone Call(s) A. TUTTLE RE: VENDOR LIENS, CONSIGNMENT	.30	178.50
02/04/02 GBR	Telephone Call(s) M. RAPP RE: RTV PROGRAM	.20	119.00
02/04/02 GBR	Telephone Call(s) U. PAIK RE: CONSIGNMENT, RTV, VENDOR LIENS	.40	238.00
02/04/02 GBR	Telephone Call(s) M. TREPPER RE: CC FORMATION	.20	119.00
02/04/02 GBR	Telephone Call(s) J. TISHLER RE: CC FORMATION	.20	119.00
02/04/02 GBR	Telephone Call(s) M. RICHARDS RE: EX-OFFICIO REQUEST	.20	119.00
02/04/02 EMA	Examine Documents agenda for meeting and send to C/C	2.30	356.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 186

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 JSF	Telephone Call(s) Committee Members re: 2/7/02 Meeting	2.00	700.00
02/04/02 JSF	Telephone Call(s) E. Ivester - Several Times re: C/C Meeting and 2/13 Calendar/Vendor Lien	1.00	350.00
02/04/02 JSF	Correspondence E-Mail to C/C re: 2/7 Meeting	.40	140.00
02/04/02 JSF	Correspondence Letter to C/C Re: Meeting and Agenda	.50	175.00
02/04/02 TAP	Prepare for Creditors Meeting Revise memo to Committee re: various pending motions	1.30	292.50
02/04/02 TAP	Letter-creditor U. Paik re: Expense reimbursement	.10	22.50
02/04/02 TAP	Letter-creditor w/members of Committee re: roster changes	.40	90.00
02/04/02 TAP	Telephone Call(s) - Creditor's Atty/Rep w/E. Binder re: Fuji Film contact information	.10	22.50
02/04/02 TAP	Letter-creditor R. Seltzer re: Committee composition	.10	22.50
02/04/02 TAP	Letter-creditor w/K. Mihelic Committee Composition	.20	45.00
02/04/02 TAP	Telephone Call(s) - Creditor A. Tuttle re: rescheduling of meeting	.10	22.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 187

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 TAP	Telephone Call(s) - Creditor M. Cooper re: rescheduled meeting	.10	22.50
02/04/02 TAP	Telephone Call(s) - Creditor B. Cipponeri re: Critical Vendor Order	.20	45.00
02/05/02 WMS	Telephone Call(s) A. Tuttle: First Day Orders	.20	119.00
02/05/02 SLH	Telephone Call(s) - Creditor W/SELTZER RE EX OFFICIO	.10	59.50
02/05/02 CAP	Examine Documents Correspondence, memos, e-mails, notes, articles, releases	.50	77.50
02/05/02 EMA	Telephone Call(s) - Creditors Committee call committee members re meeting attendance & location	2.80	434.00
02/05/02 EMA	Examine Documents draft letter and arrange Fed agendas to members of committee	.30	46.50
02/05/02 JSF	Telephone Call(s) Bridgford Foods re: Meeting	.10	35.00
02/05/02 JSF	Telephone Call(s) Ken Cooper re: Meeting and Confidentiality Provisions	.20	70.00
02/05/02 JSF	Telephone Call(s) Mark Rapp re: Meeting	.20	70.00
02/05/02 JSF	Telephone Call(s) G. Shapiro re: Meeting and Confidentiality Agreement	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 188

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 JSF	Correspondence E-Mail re: Confidentiality Agreement	.20	70.00
02/05/02 JSF	Telephone Call(s) PBGC re: Meeting	.20	70.00
02/05/02 DJL	Memo Revised Committee roster	.30	58.50
02/06/02 SLH	Telephone Call(s) - Creditor W/ROBINSON (SCOTTO) RE STATUS	.30	178.50
02/06/02 SLH	Telephone Call(s) - Creditor W/GERSTEIN (FABRIKANT) RE STATUS	.30	178.50
02/06/02 SLH	Telephone Call(s) - Creditor W/BAKER RE FIRST DAY ORDERS	.30	178.50
02/06/02 GBR	Telephone Call(s) K. COOPER RE: BY-LAW CONFIDENTIALITY CHANGES	.30	178.50
02/06/02 GBR	Telephone Call(s) U. PAIK RE: CONSIGNMENT MOTION	.20	119.00
02/06/02 CAP	Examine Documents Correspondence regarding cc members information	.20	31.00
02/06/02 EMA	Telephone Call(s) - Creditors Committee calls re committee meeting and update roster	2.60	403.00
02/06/02 JSF	Telephone Call(s) Ken Cooper re: C/C Meeting and Confidentiality Provisions	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 189

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/02 JTM	Examine Documents correspondence with creditors	.30	46.50
02/07/02 SLH	Telephone Call(s) - Creditor W/O'FARRELL; RE STATUS	.20	119.00
02/07/02 SLH	Telephone Call(s) - Creditor W/CASTILLO RE LIENS	.20	119.00
02/07/02 SLH	Telephone Call(s) - Creditor W/SLACK RE LIENS	.20	119.00
02/07/02 GBR	Telephone Call(s) B O'FARRELL RE: CAPITAL STRUCTURE	.30	178.50
02/07/02 CAP	Examine Documents Correspondence, meeting agenda, exhibits, meeting rosters	.30	46.50
02/07/02 EMA	Telephone Call(s) - Creditors Committee various calls re C/C, review roster	.70	108.50
02/07/02 TAP	Letter-Creditors Committee to c/c re: meeting of 2/8/02	.50	112.50
02/08/02 SLH	Correspondence EX OFFICIO LETTERS	.30	178.50
02/08/02 SLH	Telephone Call(s) - Creditors Committee W/SANTIVASCI RE TRADE CONVERSION	.20	119.00
02/08/02 SLH	Telephone Call(s) - Creditor W/STITELER RE EX OFFICIO	.20	119.00
02/08/02 SLH	Telephone Call(s) - Creditor W/GIL HARRISON RE I BANKER	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 190

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/GRAFTON RE STATUS	.20	119.00
02/08/02 GBR	Telephone Call(s) J. BUTLER RE: EX-OFFICIO MEMBERS	.20	119.00
02/08/02 CAP	Examine Documents Correspondence w/Committee	.40	62.00
02/08/02 CAP	Examine Documents agenda w/exhibits, correspondence to cc	.40	62.00
02/08/02 CAP	Examine Documents presentations to committee, docket, case update	.30	46.50
02/08/02 JSF	Correspondence Securities Prospectus to K. Shapiro	.20	70.00
02/08/02 JSF	Telephone Call(s) D. Peoples - 2x re: PACA/PASA and Next C/C Meeting	.20	70.00
02/08/02 JSF	Telephone Call(s) T. Roddy re: Bylaws	.10	35.00
02/08/02 JSF	Correspondence Posner - Meeting Handouts	.20	70.00
02/08/02 JSF	Correspondence Reclamation Subcommittee Conference Call	.20	70.00
02/10/02 JSF	Correspondence Trade Credit Docs to Karpinski	.10	35.00
02/11/02 GBR	Correspondence CC RE: KERP ADJ. & WASSERSTEIN	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 191

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 GBR	Telephone Call(s) V. DURER RE: RTV MOTION	.20	119.00
02/11/02 CAP	Examine Documents Correspondence, memos, articles, press releases	.40	62.00
02/11/02 CAP	Examine Documents Statements under Rule 2019; notices of appearance, affidavit of ordinary course professional, correspondence, e-mails	.40	62.00
02/11/02 CAP	Examine Documents roster, by-laws, appointment of committee, notice of trustee, notices of appearance	.40	62.00
02/11/02 ENS	Correspondence TO RECLAMATION SUBCOMM - COMMENTS	.40	190.00
02/11/02 JSF	Correspondence Full Committee - Re: Wasserstein Retention and KERP	.80	280.00
02/12/02 SLH	Telephone Call(s) - Creditor W/BARTELMO RE STATUS	.20	119.00
02/12/02 SLH	Telephone Call(s) - Creditors Committee W/WILLIAMS RE CREDITORS' COMMITTEE MEETING; RECLAMATION; ETC.	.40	238.00
02/12/02 SLH	Telephone Call(s) - Creditors Committee W/MILLER RE RECLAMATION; MISCELLANEOUS	.20	119.00
02/12/02 SLH	Telephone Call(s) - Creditor's Atty/Rep TO RICK CIERI RE 2/13/ ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 192

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 SLH	Telephone Call(s) - Creditors Committee W/PEOPLES RE STATUS	.30	178.50
02/12/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE 2/13 ISSUES	.20	119.00
02/12/02 CAP	Examine Documents Notices of appearance, master service list	.30	46.50
02/12/02 ENS	Telephone Call(s) - Creditors Committee W/WILLIAMS - RECLAMATION ORDER	.20	95.00
02/12/02 ENS	Correspondence TO SUBCOMM - REVISED RECLAMATION ORDER	.80	380.00
02/12/02 ENS	Telephone Call(s) - Creditors Committee W/SCOTT NEHS - REVISED RECLAMATION ORDER	.20	95.00
02/12/02 JSF	Correspondence E-mail to C/C re: Adamson L/C	.10	35.00
02/12/02 JSF	Correspondence D. Posner re: Next C/C Meeting	.10	35.00
02/12/02 JSF	Telephone Call(s) Creditor - Masterbuild Foundations - Update	.10	35.00
02/13/02 EMA	Examine Documents corresp and memos, agendas and noas	.40	62.00
02/13/02 EMA	Examine Documents various expenses requests re committee members	.30	46.50
02/13/02 JSF	Telephone Call(s) Bob Resnick (Holmes Product) - Update	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 193

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 JSF	Telephone Call(s) Larry Kaiser re: Ex Officio Membership for L'Oreal	.10	35.00
02/13/02 JSF	Correspondence Committee re: Pre-Petition Orders	.30	105.00
02/13/02 DJL	Telephone Call(s) - Creditor Phone call with 20th Century Fox re Kathy Brown information for roster	.20	39.00
02/14/02 SLH	Telephone Call(s) - Creditor W/FRANKEL/ARLEE RE STATUS	.20	119.00
02/14/02 SLH	Telephone Call(s) - Creditors Committee W/SCOTT NEHS RE RECLAMATION	.20	119.00
02/14/02 SLH	Telephone Call(s) - Creditor W/COLUCCI RE STATUS	.20	119.00
02/14/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/CHINETZ RE STATUS	.20	119.00
02/14/02 SLH	Telephone Call(s) - Creditor W/HANSEN RE CREDITS	.20	119.00
02/14/02 SLH	Telephone Call(s) - Creditor W/STITELER RE RECLAMATION, ETC.	.20	119.00
02/14/02 SLH	Telephone Call(s) - Creditors Committee W/CEDRIC WILLIAMS RE RECLAMATION	.20	119.00
02/14/02 SLH	Correspondence TO IVESTER RE CREDITS	.20	119.00
02/14/02 SLH	Correspondence JSF/REPORT TO C/C	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 194

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/02 SLH	Correspondence TO SIMPSON RE 2/13	.10	59.50
02/14/02 SLH	Correspondence TO HELLER RE BYLAWS	.10	59.50
02/14/02 SLH	Correspondence TO SMITH RE 2/13	.10	59.50
02/14/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE RETENTION, MISCELLANEOUS	.20	119.00
02/14/02 EMA	Telephone Call(s) - Creditors Committee set up conference call	.30	46.50
02/14/02 EMA	Examine Documents various emails and committee corresp, noas	.60	93.00
02/14/02 JSF	Telephone Call(s) G. Shapiro re: KERP	.80	280.00
02/14/02 JSF	Correspondence Committee re: Bylaws	.20	70.00
02/14/02 JSF	Telephone Call(s) C. O'Brien at Mattel re: Conf. Agreement and Bylaws	.10	35.00
02/14/02 JSF	Telephone Call(s) Linda Sody (Creditor) re: Status	.10	35.00
02/14/02 JSF	Telephone Call(s) Matt Mehan- Eagle Rock -Update	.10	35.00
02/14/02 JSF	Telephone Call(s) Ruby Kerr - Critical Vendors	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 195

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/02 JSF	Examine Documents Vendor Complaints re: RTV, Reclamation, Etc.	.30	105.00
02/14/02 DHB	Telephone Call(s) - Creditor Keith Shapiro(2x)	.20	59.00
02/15/02 SLH	Telephone Call(s) - Creditor W/O'FARRELL RE BANK DEBT TRADING	.40	238.00
02/15/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE KERP MEETING	.20	119.00
02/15/02 SLH	Telephone Call(s) - Creditor W/KNOLLS RE STATUS	.20	119.00
02/15/02 SLH	Telephone Call(s) - Creditor W/SARAKIN RE RTV ISSUES	.20	119.00
02/15/02 SLH	Telephone Call(s) - Creditor W/PERGOLISI (CAPITAL) RE STATUS	.20	119.00
02/15/02 SLH	Telephone Call(s) - Creditor W/DIETZ RE STATUS	.20	119.00
02/15/02 SLH	Correspondence TO WELCH RE EX OFFICIO	.10	59.50
02/15/02 SLH	Telephone Call(s) - Creditor W/FURTH RE STATUS	.20	119.00
02/15/02 SLH	Conference out of Office W/ANDINO RE UPI LOANS	.40	238.00
02/15/02 SLH	Examine Documents EXPORT CREDITOR EX OFFICIO REQUEST	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 196

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 SLH	Telephone Call(s) - Creditor W/RICK K; RE STATUS	.20	119.00
02/15/02 EMA	Examine Documents VARIOUS EMAILS, CORRESPONDENCE	.60	93.00
02/15/02 EMA	Examine Documents various committee member expense requests	.40	62.00
02/15/02 JSF	Telephone Call(s) Bob Resnick (Holmes Creditor) Re: 20 Largest Creditors and Amounts Owed	.20	70.00
02/15/02 JSF	Correspondence Committee Information to E. Ivester	.20	70.00
02/15/02 JSF	Telephone Call(s) Bob Stark re: Bank Debt Claims	.10	35.00
02/16/02 SLH	Correspondence TO: RICK HOFFMAN RE CRITICAL VENDORS	.10	59.50
02/16/02 SLH	Correspondence TO KAISER RE L'OREAL	.10	59.50
02/16/02 JSF	Telephone Call(s) Mattel re: Confidentiality Agreement	.30	105.00
02/18/02 JSF	Telephone Call(s) Call with R. Hansen and C. O'Brien re: Bylaws	.60	210.00
02/19/02 SLH	Telephone Call(s) - Creditor W/DETROIT PRESS RE STATUS	.20	119.00
02/19/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/GRAFTON RE EX OFFICIO	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 197

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/GORDEN RE TRADE LIEN	.20	119.00
02/19/02 SLH	Telephone Call(s) - Creditors Committee W/RICH K RE DC STATUS	.20	119.00
02/19/02 SLH	Telephone Call(s) - Creditor W/DIETZ RE CASE STATUS	.20	119.00
02/19/02 GBR	Telephone Call(s) S. GIDUMAL RE: TRADEMARK OWNERSHIP	.30	178.50
02/19/02 ENS	Telephone Call(s) - Creditors Committee W/HELLER - CONF AGREEMENT COMMENTS	.20	95.00
02/19/02 ENS	Telephone Call(s) - Creditors Committee W/HENSEN - CONF AGREEMENT	.20	95.00
02/19/02 JSF	Telephone Call(s) EBF and Associates - Bank Debt Claims	.10	35.00
02/19/02 JSF	Correspondence G. Shapiro re: KERP Conference Call	.20	70.00
02/19/02 RJF	Telephone Call(s) SEVERAL CALLS WITH MILLER, CREDITOR RE CRITICAL VENDOR DOCUMENTS AND FOREIGN VENDOR DOCUMENTS	.30	112.50
02/20/02 SLH	Correspondence TO TRUSTEE RE EQUITY COMMITTEE	.20	119.00
02/20/02 SLH	Telephone Call(s) - Creditor W/DIETZ RE CASE ISSUES	.50	297.50
02/20/02 SLH	Telephone Call(s) - Creditor W/SMITH RE CREDIT ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 198

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 SLH	Telephone Call(s) - Creditor W/SPRINGS RE STATUS	.20	119.00
02/20/02 SLH	Examine Documents CREW REQUEST FOR WEEKLY MEETING	.20	119.00
02/20/02 ENS	Telephone Call(s) - Creditors Committee W/FRANK - (2X) - REVISED RECLAMATION ORDER	.40	190.00
02/20/02 ENS	Telephone Call(s) - Creditors Committee W/FRANK - REVISED RECLAMATION ORDER	.20	95.00
02/20/02 EMA	Examine Documents compare information on various rosters	.80	124.00
02/20/02 EMA	Examine Documents Memos, emails and correspondence	.60	93.00
02/20/02 EMA	Examine Documents various corresp re ex officio member status	.30	46.50
02/20/02 JSF	Telephone Call(s) J. Wharton re: Committee Information	.10	35.00
02/21/02 SLH	Telephone Call(s) - Creditors Committee W/MILLER RE STATUS	.30	178.50
02/21/02 SLH	Telephone Call(s) - Creditors Committee W/TAYLOR RE MEETING ISSUES	.20	119.00
02/21/02 SLH	Telephone Call(s) - Creditor W/LEVITAN RE STATUS	.20	119.00
02/21/02 SLH	Telephone Call(s) - Creditor W/TD (CULLEN) RE STATUS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 199

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 SLH	Telephone Call(s) - Creditor W/TRAUB RE EQUITY COMMITTEE	.20	119.00
02/21/02 GBR	Telephone Call(s) J. SMITH RE: VENDOR ALLOWANCES	.30	178.50
02/21/02 EMA	Examine Documents memos, corresp, emails,	.60	93.00
02/21/02 EMA	Examine Documents various noas	.60	93.00
02/21/02 EMA	Examine Documents various letters re ex officio status	.60	93.00
02/21/02 EMA	Examine Documents various 1st day orders	.90	139.50
02/21/02 JSF	Correspondence Ron Hanson re: Bylaws	.40	140.00
02/21/02 JSF	Telephone Call(s) Bob Klein re: Largest Creditors	.10	35.00
02/21/02 JSF	Telephone Call(s) E. Miller re: Meeting	.10	35.00
02/21/02 JSF	Telephone Call(s) Ken Newman re: Meeting with Co-Chairs	.10	35.00
02/21/02 JSF	Correspondence Agenda and Minutes to Co-Chairs	.30	105.00
02/21/02 JSF	Telephone Call(s) G. Shapiro re: Meeting of Co-Chairs	.10	35.00
02/21/02 JSF	Telephone Call(s) Columbia/Tristar Counsel re: GOB Sales	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 200

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 SMP	Correspondence E-Mail G. Shapiro re: KPMG report re: KERP/Employment Contacts.	.10	19.50
02/21/02 SMP	Telephone Call(s) - Creditors Committee G. Shapiro re: senior employment contracts analysis.	.10	19.50
02/21/02 SMP	Correspondence E-Mail P. Single (G. Shapiro) re: Employment Contracts.	.10	19.50
02/21/02 SMP	Correspondence Prepare fax for G. Shapiro re: Senior Employment Contracts.	.20	39.00
02/22/02 SLH	Telephone Call(s) - Creditor W/LENHART RE STATUS	.20	119.00
02/22/02 SLH	Telephone Call(s) - Creditors Committee W/ESTHER MILLER RE CLAIMS TRADING ISSUES	.20	119.00
02/22/02 ENS	Telephone Call(s) - Creditor W/REMINGTON - (2X) - RTV ISSUES	.60	285.00
02/22/02 EMA	Examine Documents memos, corresp, emails, agendas	.80	124.00
02/22/02 EMA	Examine Documents arrange for service of agendas	1.10	170.50
02/22/02 JSF	Telephone Call(s) Lance Peterson re: Status	.10	35.00
02/22/02 JSF	Telephone Call(s) G. Shapiro re: Loans to Management	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 201

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 SLH	Examine Documents CIERI MATERIAL ON CONFIDENTIALITY	.20	119.00
02/25/02 SLH	Telephone Call(s) - Creditors Committee W/COOPER RE 2/27 MEETING ISSUES	.20	119.00
02/25/02 SLH	Telephone Call(s) - Creditors Committee W/GARY SHAPIRO RE 2/27 MEETING	.40	238.00
02/25/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE 2/27 MEETING ISSUES	.20	119.00
02/25/02 SLH	Telephone Call(s) - Creditor W/SETTLE RE EX OFFICIO	.20	119.00
02/25/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER 2/26 PRE-MEETING ISSUES	.20	119.00
02/25/02 EMA	Telephone Call(s) - Creditors Committee various calls re meeting and updates re committee members	2.60	403.00
02/25/02 EMA	Examine Documents various noas	.60	93.00
02/25/02 EMA	Examine Documents various emails, corresp, agendas, handwritten notes	.50	77.50
02/25/02 JSF	Correspondence Ed Sharpe re: C/C Info.	.20	70.00
02/25/02 JSF	Correspondence Letter to C/C re: Bylaws	.50	175.00
02/25/02 JSF	Telephone Call(s) L. Gretchko re: Vendor Lien Program	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 202

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 JSF	Correspondence L. Gretchko re: Grant of Vendor Lien	.10	35.00
02/26/02 SLH	Telephone Call(s) - Creditors Committee W/KREMENS RE BYLAWS	.20	119.00
02/26/02 EMA	Examine Documents various update and calls re meeting of committee 2/27	1.20	186.00
02/26/02 JTM	Examine Documents correspondence with creditors	.30	46.50
02/27/02 SLH	Letter re: Accounts Receivable FREE PRESS	.20	119.00
02/27/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/KREMENS RE CLAIMS ISSUES	.20	119.00
02/27/02 JSF	Telephone Call(s) C. O'Brien re: Bylaws Conference Call	.10	35.00
02/27/02 JSF	Correspondence To C/C - 3/4 Conference Call	.40	140.00
02/28/02 SLH	Telephone Call(s) - Creditor W/MILBERG RE CASE STATUS	.20	119.00
02/28/02 SLH	Telephone Call(s) - Creditor W/TED STENGER RE STATUS	.20	119.00
02/28/02 EMA	Examine Documents various noas	.60	93.00
02/28/02 EMA	Examine Documents various emails re committee conference call	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 203

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 EMA	Examine Documents e mails re Meeting to Skadden Arps	.20	31.00
02/28/02 JSF	Telephone Call(s) G. South re: 365 Motion	.10	35.00
02/28/02 JSF	Telephone Call(s) Ed Sharpe re: Committee Membership	.10	35.00
02/28/02 JTM	Examine Documents correspondence with c/c	.30	46.50
03/01/02 SLH	Conference out of Office TO ELITE GROUP RE STATUS	1.50	892.50
03/01/02 SLH	Examine Documents TO C/C RE CONFERENCE CALL ISSUES	.20	119.00
03/01/02 EMA	Telephone Call(s) - Creditors Committee various calls and emails re conference call	1.60	248.00
03/01/02 JSF	Telephone Call(s) M. Cooper re: Management	.30	105.00
03/01/02 JSF	Telephone Call(s) K. Cooper re: Bylaws	.10	35.00
03/01/02 JTM	Examine Documents correspondence with creditors	.30	46.50
03/02/02 JSF	Correspondence Letters (7) to Entities Requesting Ex Officio Status	1.00	350.00
03/03/02 SLH	Correspondence TO EX OFFICIO PARTIES RE DECLINE SEATS	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 204

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 TAP	Letter-Creditors Committee w/ expense reimbursement information	.30	67.50
03/04/02 SLH	Telephone Call(s) - Creditors Committee W/O'BRIEN RE BYLAWS AND C.A.	.50	297.50
03/04/02 SLH	Conference out of Office WITH/SETTLE; RE: RECONCILIATION ISSUES	.50	297.50
03/04/02 SLH	Telephone Call(s) - Creditor's Atty/Rep WITH SELTZER; RE: STATUS	.20	119.00
03/04/02 SLH	Telephone Call(s) - Creditor WITH SETTLE; RE: VENDOR RELATIONS	.20	119.00
03/04/02 SLH	Telephone Call(s) - Creditor W/SANDLER RE VENDOR RELATIONSHIP ISSUES	.20	119.00
03/04/02 SLH	Telephone Call(s) - Creditors Committee WITH SHAPIRO RE: CALL PREPARATION	.20	119.00
03/04/02 SLH	Examine Documents WITH/SANTIVASCI RE: SCHEDULES	.20	119.00
03/04/02 SLH	Telephone Call(s) - Creditors Committee WITH MANN RE: VENDOR ISSUES	.20	119.00
03/04/02 SLH	Telephone Call(s) - Creditors Committee WITH SHAPIRO RE: AGNES LEVY/CONAWAY ISSUES	.30	178.50
03/04/02 SLH	Telephone Call(s) - Creditors Committee WITH SHAPIRO RE CALL RESULTS	.20	119.00
03/04/02 GBR	Telephone Call(s) F. O'NEAL RE: RTV PROGRAM	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 205

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 EMA	Examine Documents corresp, e mails, presentations	.60	93.00
03/04/02 JSF	Telephone Call(s) C. Obrien at Mattel re: Bylaws	.60	210.00
03/04/02 JSF	Telephone Call(s) Lisa Getchko re: Vendor Lien	.10	35.00
03/04/02 JSF	Correspondence C. Obrien re: Confidentiality Agreement	.20	70.00
03/05/02 SLH	Telephone Call(s) - Creditor W/DETROIT FREE PRESS RE STATUS	.20	119.00
03/05/02 SLH	Telephone Call(s) - Creditor W/CRAINS RE STATUS	.20	119.00
03/05/02 SLH	Telephone Call(s) - Creditor W/DERITA (MILBERG) RE STATUS	.20	119.00
03/05/02 SLH	Telephone Call(s) - Creditor W/STITELER, ETC. RE EX OFFICIO	.20	119.00
03/05/02 SLH	Telephone Call(s) - Creditor W/RICHARDS, CARR RE EX OFFICIO	.20	119.00
03/05/02 SLH	Telephone Call(s) - Creditor W/PERGOLISI (CAPITAL FACTORS) RE STATUS	.20	119.00
03/05/02 EMA	Examine Documents committee corresp, e mails agendas	.60	93.00
03/05/02 JSF	Telephone Call(s) Olin Corporation re: Financials	.10	35.00
03/05/02 JSF	Telephone Call(s) B. Gordon re: DIP	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 206

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 EMA	Examine Documents memos, corresp, committee corresp, e mails	.40	62.00
03/06/02 JSF	Telephone Call(s) Steve Gimmel - Trilogy Capital re: Bank Debt/Guranties	.30	105.00
03/06/02 JSF	Telephone Call(s) K. Cooper re: Bylaws and Confidentiality Agreement	.20	70.00
03/06/02 JTM	Examine Documents c/c correspondence	.30	46.50
03/07/02 SLH	Telephone Call(s) - Creditors Committee W/KREMENS RE C.A. ISSUES	.40	238.00
03/07/02 SLH	Telephone Call(s) - Creditor W/ JOE MYER RE TRADE LIEN	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/NATHAN RE RECLAMATION	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO, LIPKIND, ETC. RE CONFERENCE CALL ON D&O	.50	297.50
03/07/02 SLH	Telephone Call(s) - Creditors Committee W/MCCANN RE YEAR END FINANCIALS	.30	178.50
03/07/02 SLH	Telephone Call(s) - Creditors Committee W/LIPKIND RE HUTCHINSON CALL	.30	178.50
03/07/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/S SCHEIBE RE SKADDEN UCC SEARCH	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 207

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/07/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/PROUTY RE UNITE & DC'S	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditor W/WELCH RE LIEN STATUS	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditor W/DERITA RE TRADE LIEN	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditors Committee W/J. SMITH RE RTV, LIENS	.30	178.50
03/07/02 SLH	Telephone Call(s) - Creditor W/SARAKIN RE LIEN ISSUES	.40	238.00
03/07/02 SLH	Telephone Call(s) - Accountant W/KNOWLES RE VENDOR RELATIONS	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditor W/AGNES LEVY RE YEAR END FINANCIALS, ETC.	.30	178.50
03/07/02 SLH	Telephone Call(s) - Creditors Committee W/TUTTLE RE MANAGEMENT ISSUES	.20	119.00
03/07/02 SLH	Telephone Call(s) - Creditor W/LEVY RE TRADE LIEN ISSUES	.30	178.50
03/07/02 SLH	Examine Documents W/RESNICK/JSF RE VENDOR ISSUES	.30	178.50
03/07/02 EMA	Examine Documents memos, corresp, e mails	.40	62.00
03/07/02 JSF	Correspondence C/C re: Omnibus Hearing and DIP	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 208

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/07/02 JSF	Telephone Call(s) Alec Lipkind re: Financial Statements	.10	35.00
03/07/02 JSF	Telephone Call(s) K. McCann re: Financial Statements	.10	35.00
03/07/02 JSF	Correspondence Vendor Subcommittee re: Conference Call	.40	140.00
03/07/02 JSF	Telephone Call(s) U. Paik re: Consignment	.10	35.00
03/07/02 JSF	Correspondence Co-Chairs - Minutes and Agenda	.30	105.00
03/07/02 JSF	Telephone Call(s) Co-Chairs re: Call with Hutchinson	.20	70.00
03/08/02 SLH	Correspondence TO PAIK RE VENDOR LIENS, ETC.	.20	119.00
03/08/02 SLH	Telephone Call(s) - Creditors Committee W/ALEC LIPKIND RE HUTCHINSON, U.S. TRUSTEE	.20	119.00
03/08/02 SLH	Telephone Call(s) - Creditors Committee W/TUTTLE RE D&O ISSUES	.20	119.00
03/08/02 SLH	Examine Documents RE: U.S. TRUSTEE MEETING	.20	119.00
03/08/02 SLH	Telephone Call(s) - Debtor's Attorney W/LYNN HIRSTAND, JSF RE VENDOR/DEBTOR MEETING	.20	119.00
03/08/02 SLH	Telephone Call(s) W/U.S. TRUSTEE RE EQUITY C/C	1.40	833.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 209

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/08/02 SLH	Telephone Call(s) - Creditor W/AGNES LEVY RE HUTCHINSON CALL	.20	119.00
03/08/02 SLH	Telephone Call(s) TO BUTLER RE WEEKEND CONFERENCE	.20	119.00
03/08/02 SLH	Correspondence TO SUB C/C RE LIEN ISSUES	.20	119.00
03/08/02 SLH	Examine Documents COMMITTEE - 3/20 DEBTORS' MOTIONS	.30	178.50
03/08/02 SLH	Telephone Call(s) - Debtor W/IVESTER, DJL RE TRADE LIEN, D&O, ETC.	.30	178.50
03/08/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/GROSS RE DIP LIEN ISSUES	.30	178.50
03/08/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/NATHAN RE RECLAMATION AND OTHER ISSUES	.30	178.50
03/08/02 EMA	Examine Documents various emails, noas, agendas	.60	93.00
03/08/02 EMA	Examine Documents Send Agendas to C/C	.70	108.50
03/08/02 EMA	Telephone Call(s) - Creditors Committee phone calls re meeting 3/12	.60	93.00
03/08/02 JSF	Correspondence C/C - Press Release	.30	105.00
03/08/02 JSF	Telephone Call(s) Tom Roddy	.10	35.00
03/08/02 JSF	Telephone Call(s) Lisa Gretchko re: Trade Lien	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 210

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/08/02 JSF	Telephone Call(s) Alec Lipkind re: Vendor Subcommittee	.10	35.00
03/08/02 JSF	Correspondence Committee Meeting Materials to C/C	.50	175.00
03/08/02 JSF	Examine Documents Reports from Vendors re: Comments on Vendor Issues/Complaints in prep for Conference Call	2.40	840.00
03/08/02 JSF	Telephone Call(s) L. Hiestand re: Vendor Subcc Call	.10	35.00
03/08/02 JTM	Examine Documents correspondence with creditors	.30	46.50
03/08/02 TAP	Letter-creditor R. Rehb re: Committee Member information	.30	67.50
03/09/02 SLH	Examine Documents RESPONSE ON PAIK INTERIM ORDER INQUIRY	.10	59.50
03/10/02 SLH	Telephone Call(s) - Creditors Committee W/NEWMAN, SHAPIRO, BUTLER, ETC RE MANAGEMENT ISSUES	.50	297.50
03/10/02 SLH	Telephone Call(s) - Creditors Committee W/CO CHAIR RE CALL ISSUES	.30	178.50
03/10/02 SLH	Telephone Call(s) - Creditors Committee W/GBR RE CALL RESULTS	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditor W/BARTELMO, ETC. RE 3/13 C/C MEETING	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditor W/LIPKIND, ETC. RE VENDOR ISSUES	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 211

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 SLH	Correspondence REPORT TO C/C	.40	238.00
03/11/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE MANAGEMENT	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditors Committee W/COOPER RE MANAGEMENT	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditors Committee RE C/C CONFERENCE CALL	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE JUDGE MEETING	.10	59.50
03/11/02 SLH	Examine Documents GBR/CREDITORS' RULES	.20	119.00
03/11/02 SLH	Correspondence TC/C RE PRESS RELEASE	.40	238.00
03/11/02 SLH	Telephone Call(s) - Creditor W/CRAINS RE STATUS	.20	119.00
03/11/02 GBR	Telephone Call(s) J. Smith re: RTV and Vendor Lien Programs	.30	178.50
03/11/02 ENS	Telephone Call(s) - Creditor's Atty/Rep RE SERVICE LIST (ROSEN)	.20	95.00
03/11/02 EMA	Telephone Call(s) - Creditors Committee various calls re committee meeting	2.30	356.50
03/11/02 EMA	Examine Documents arrange for various fed exps of agendas to members	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 212

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 EMA	Examine Documents corresp, agendas, emails, noas	.60	93.00
03/11/02 JSF	Examine Documents Vendor Relations Materials	1.50	525.00
03/11/02 JSF	Correspondence Materials for Vendor Subcommittee Conference Call	.50	175.00
03/11/02 JSF	Telephone Call(s) Vendor Relations Subcommittee Call	1.30	455.00
03/11/02 JSF	Correspondence Additional Materials to Vendor Subcommittee	.20	70.00
03/12/02 SLH	Review Financial Documents VENDOR COMPLIANCE ISSUES	.50	297.50
03/12/02 EMA	Examine Documents memos, noas, corresp	.60	93.00
03/12/02 JSF	Correspondence Vendor Trade Lien Docs to Bob Gordon and Richard Krasnow	.20	70.00
03/12/02 JSF	Telephone Call(s) Kathy Clark from Disney re: Vendor Issues	.10	35.00
03/12/02 JTM	Examine Documents correspondence with c/c	.30	46.50
03/13/02 PF	Telephone Call(s) re: Legal Papers W/CREDITOR LYNN FONTANA/CONAWAY	.10	51.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 213

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/13/02 EMA	Examine Documents memos, emails corresp,	.60	93.00
03/13/02 JSF	Telephone Call(s) Ellen Hartwarth of Kellogg re: Critical Vendor Payment	.20	70.00
03/13/02 DJL	Letter-Creditors Committee Correspondence to various committee members re supplemental documents	.60	117.00
03/13/02 TAP	Telephone Call(s) - Creditor K. Cody re: Vendor relations issues	.20	45.00
03/14/02 EMA	Examine Documents memos, corresp, handwritten notes	.40	62.00
03/14/02 JSF	Telephone Call(s) G. Shapiro re: 3/26 Conference Call	.10	35.00
03/14/02 JSF	Telephone Call(s) Lynn Fontana (Title VII Creditor's Atty) re: C/C Review of Conaway	.10	35.00
03/14/02 JSF	Telephone Call(s) G. Shapiro re: Schedule Timeframe	.10	35.00
03/14/02 JSF	Telephone Call(s) L. Hiestand re: Vendor Subcc Call with Debtors	.10	35.00
03/14/02 JSF	Correspondence Revised Minutes to C/C	.30	105.00
03/14/02 JSF	Telephone Call(s) G. Shapiro re: KERP and Management Issues	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 214

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 JSF	Telephone Call(s) Unju Paik re: Consignment Vendors	.20	70.00
03/14/02 JSF	Telephone Call(s) Alec Lipkind re: Vendor Subcommittee	.10	35.00
03/14/02 JSF	Telephone Call(s) Judy Smith re: Vendor Subcc	.10	35.00
03/14/02 JSF	Telephone Call(s) D. Posner re: Service Provider Issues	.20	70.00
03/14/02 JTM	Examine Documents correspondence with creditors	.30	46.50
03/14/02 DJL	Letter-Creditors Committee Re additional documents distributed at 3/13 meeting	.50	97.50
03/15/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER AND VAN DURRER RE EXCLUSIVITY	.20	119.00
03/15/02 JSF	Telephone Call(s) G. Shapiro re: Exclusivity Hearing	.10	35.00
03/15/02 JSF	Telephone Call(s) Ken Cooper re: Bylaws	.20	70.00
03/15/02 JSF	Telephone Call(s) Jeff Burke (Masterbuilt) re: Status	.20	70.00
03/15/02 JSF	Telephone Call(s) Alec Lipkind re: Vendor Subcommittee	.10	35.00
03/15/02 JSF	Telephone Call(s) Lynn Hiestand re: vendor issues	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 215

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/15/02 JSF	Telephone Call(s) Costello re: employee issues	.10	35.00
03/15/02 JSF	Telephone Call(s) Attorney for Portland Community College re: Vacant Property	.20	70.00
03/18/02 SLH	Telephone Call(s) - Creditor W/SARAKIN RE VENDOR ISSUES	.20	119.00
03/18/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/PROUTY RE UNION ISSUES	.20	119.00
03/18/02 SLH	Telephone Call(s) - Creditor W/MORISI RE RECLAMATION STATUS	.20	119.00
03/18/02 SLH	Telephone Call(s) - Creditor W/PAIK RE STATUS	.20	119.00
03/19/02 EMA	Examine Documents noas, correps, memos	.60	93.00
03/20/02 EMA	Examine Documents memos, corresp, handwritten notes	.60	93.00
03/21/02 SLH	Telephone Call(s) - Creditors Committee W/LIPKIND RE VENDOR ANALYSIS	.20	119.00
03/21/02 SLH	Telephone Call(s) - Debtor's Attorney L. HEISTAND RE VENDOR REPORT	.10	59.50
03/21/02 SLH	Telephone Call(s) - Creditors Committee W/FENNEL RE SCHEDULES, MISCELLANEOUS	.30	178.50
03/21/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE 3/20 HEARING AND EMPLOYEE CONTRACTS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 216

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/21/02 EMA	Telephone Call(s) - Creditors Committee set up conference call	.30	46.50
03/21/02 TAP	Telephone Call(s) - Creditor's Atty/Rep R. Holmes re: Committee Membership	.10	22.50
03/21/02 TAP	Telephone Call(s) - Creditor S. Hartman re: Financial Status of Debtors (x2)	.20	45.00
03/21/02 TAP	Letter-Creditors Committee w/SLH, Vendor Subcommittee Report	.20	45.00
03/21/02 TAP	Examine Documents Vendor Subcommittee Report	.30	67.50
03/22/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/K. SHAPIRO RE CONSIGNMENT	.20	119.00
03/22/02 SLH	Telephone Call(s) - Creditor W/BAKER RE CONSIGNMENT	.20	119.00
03/22/02 SLH	Telephone Call(s) - Creditors Committee W/R. KRASNOW RE MEETING, VENDOR ISSUES, ETC.	.20	119.00
03/22/02 SLH	Examine Documents GBR/CONTRACTS	.10	59.50
03/22/02 SLH	Correspondence FINANCE C/C CONFIRMATION LETTER	.20	119.00
03/22/02 SLH	Telephone Call(s) - Creditor W/O'BRIEN RE STATUS	.20	119.00
03/22/02 SLH	Memo RE O'BRIEN CALL	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 217

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 SLH	Telephone Call(s) - Creditor W/SMITH RE VENDOR ISSUES	.20	119.00
03/22/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE RESULTS OF KPMG MEETING	.20	119.00
03/22/02 TAP	Telephone Call(s) - Creditor P. Piper re: Claim Status	.30	67.50
03/22/02 TAP	Telephone Call(s) - Creditor D. Rhodes re: Vendor relations	.20	45.00
03/25/02 SLH	Correspondence TO LYNN HEISTAND RE VENDOR ISSUES	.20	119.00
03/25/02 SLH	Telephone Call(s) - Creditors Committee W/LIPKIND RE VENDOR SUBCOMMITTEE	.20	119.00
03/25/02 EMA	Examine Documents memos, corresp, handwritten notes emails	.60	93.00
03/25/02 JSF	Correspondence Unju Paik re: Consignment/Service Providers	.10	35.00
03/25/02 JTM	Examine Documents correspondence with creditors	.30	46.50
03/26/02 GBR	Telephone Call(s) W. BARTELMO RE: STORE CLOSINGS	.20	119.00
03/26/02 PF	Attend Creditors Meeting Conference Call re: Employment Issues	2.00	1,030.00
03/26/02 CAP	Examine Documents Meeting agendas, summaries, notes, exhibits, correspondence	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 218

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 JSF	Telephone Call(s) David Peoples re: Report on Conference Call	.20	70.00
03/26/02 JSF	Telephone Call(s) Alec Lipkind and Kathy Clark re: Vendor Subcommittee Meeting	.10	35.00
03/26/02 JSF	Telephone Call(s) Greg Mascitti (represents Kodak and Grannett) - Operating Reports and Cash Flow Projections	.20	70.00
03/26/02 JSF	Correspondence Letter to Committee re: Consignment Analysis	1.50	525.00
03/27/02 SLH	Telephone Call(s) - Creditor W/CREDIT RESOURCE RE STATUS	.20	119.00
03/27/02 ENS	Telephone Call(s) - Creditor W/MILLER - UPDATE	.20	95.00
03/27/02 EMA	Examine Documents memos, corresp, handwritten notes	.70	108.50
03/27/02 EMA	Telephone Call(s) - Creditors Committee arrange for conference call for sub committee and check emails re attendance	.70	108.50
03/27/02 JSF	Correspondence Letter to Committee with Consignment Documents	.40	140.00
03/27/02 JSF	Correspondence Vendor Relations Subcommittee re: Meeting	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 219

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/27/02 JSF	Correspondence Article to Committee re: Executive Departures	.20	70.00
03/27/02 JSF	Telephone Call(s) Ed LoBello (atty. for sublessee) re: Copy of Lease	.20	70.00
03/27/02 JSF	Telephone Call(s) Bill Long re: Filing of Schedules	.10	35.00
03/27/02 JSF	Telephone Call(s) K. McCann re: Meeting with Financial Institutions' Committee	.20	70.00
03/27/02 JSF	Telephone Call(s) Lynn Ballard re: Vendor Subcommittee Meeting	.10	35.00
03/27/02 JSF	Telephone Call(s) A. Lipkind re: Adamson Due Diligence	.10	35.00
03/27/02 JSF	Telephone Call(s) Carol Davis (w/Lloyd Sarotkin) re: Corporate Structure and Filed Entities	.20	70.00
03/28/02 SLH	Telephone Call(s) - Creditors Committee W/J.SMITH RE MANAGEMENT CHANGES	.20	119.00
03/28/02 SLH	Telephone Call(s) - Creditor BANK AND TRADE SUBCOMMITTEE CALL	1.00	595.00
03/28/02 SLH	Examine Documents PREPARE FOR CONFERENCE CALL	.20	119.00
03/28/02 SLH	Telephone Call(s) - Creditors Committee W/LIPKIND RE CO-CHAIR MEETING WITH MANAGEMENT	2.00	1,190.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 220

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/SCHROCK RE CO-CHAIR MEETING	.20	119.00
03/28/02 EMA	Telephone Call(s) - Creditors Committee calls re meeting 4/2 of subcommittee	.90	139.50
03/28/02 EMA	Examine Documents review roster re phone information and subcommittee	.90	139.50
03/28/02 EMA	Examine Documents review signed by laws	.40	62.00
03/28/02 EMA	Examine Documents review committee expenses requests	.30	46.50
03/28/02 EMA	Examine Documents memos, corresp, handwritten notes	.60	93.00
03/28/02 JSF	Telephone Call(s) G. Shapiro re: Conference Call with Financial Institutions' Committee	.10	35.00
03/28/02 JSF	Correspondence Subcommittee re: Call with Finance Committee on employment issues	.20	70.00
03/28/02 JSF	Telephone Call(s) Alec Lipkind's Office re: Fax Letter to Butler	.10	35.00
03/28/02 JSF	Telephone Call(s) Keith Shapiro re: Consignment	.10	35.00
03/28/02 JSF	Telephone Call(s) Vendor Subcommittee re: Meeting	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 221

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/29/02 SLH	Telephone Call(s) - Creditors Committee W/COOPER RE MANAGEMENT	.30	178.50
03/29/02 JSF	Correspondence Letter to Committee re: 4/2/02 Conference Call	.30	105.00
03/29/02 JSF	Examine Documents E-Mails from Committee re: 4/2 Conference Call	.30	105.00
03/29/02 JSF	Examine Documents Letter from Loreal re: Vendor Issues	.20	70.00
03/29/02 JTM	Examine Documents c/c correspondence	.30	46.50
04/01/02 SLH	Telephone Call(s) - Creditor W/SARAKIN RE RTV PRODUCT	.20	119.00
04/01/02 SLH	Telephone Call(s) - Creditors Committee W/MCCANN RE MANAGEMENT MEETING	.30	178.50
04/01/02 SLH	Telephone Call(s) - Creditors Committee W/COOPER RE MANAGEMENT MEETING	.30	178.50
04/01/02 SLH	Correspondence TO C/C RE MONTHLY REPORT	.10	59.50
04/01/02 SLH	Correspondence TO UNIVERSAL RE CLAIM	.20	119.00
04/01/02 EMA	Review File corresp, memos and email	.60	93.00
04/01/02 JSF	Telephone Call(s) Alec Lipkind re: Meeting with Company	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 222

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/01/02 JSF	Examine Documents Universal Ex Officio Request	.20	70.00
04/01/02 JTM	Review File c/c correspondence	.30	46.50
04/02/02 SLH	Telephone Call(s) - Creditor W/WILL BARTELMO RE STATUS	.20	119.00
04/02/02 EMA	Examine Documents Signed by laws re committee	.70	108.50
04/02/02 EMA	Telephone Call(s) - Creditor Set up conference call information	.30	46.50
04/02/02 EMA	Review File various e mails, corresp, handwritten notes	.60	93.00
04/02/02 EMA	Examine Documents review of roster re updates	.60	93.00
04/02/02 JSF	Correspondence Committee - Draft Letter to Board	.30	105.00
04/02/02 JSF	Telephone Call(s) K. McCann re: Meeting with Adamson	.20	70.00
04/02/02 JSF	Telephone Call(s) Alec Lipkind re: Letter to Board	.20	70.00
04/02/02 JSF	Telephone Call(s) Tom Roddy re: Letter to Board	.10	35.00
04/02/02 JSF	Telephone Call(s) Sam Grafton re: business plan, reclamation and RTV Program	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 223

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/03/02 SLH	Telephone Call(s) - Creditor W/COHEN RE ADAMSON	.30	178.50
04/03/02 SLH	Telephone Call(s) - Creditors Committee W/KAYE RE OPERATING ISSUES	.20	119.00
04/03/02 SLH	Telephone Call(s) - Creditor W/SLACK RE BUSINESS PLAN	.20	119.00
04/03/02 EMA	Telephone Call(s) - Creditors Committee various calls and emails re committee conference call 4/4	2.20	341.00
04/03/02 JSF	Correspondence Letter to Co-Chairs re: Committee Minutes	.30	105.00
04/03/02 JSF	Correspondence Committee - 4/4/02 Committee Conference Call	.30	105.00
04/03/02 SMP	Letter-Creditors Committee fax to co-chairs re: minutes	.20	39.00
04/04/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/CIERI RE CONFERENCE CALL ISSUES	.20	119.00
04/04/02 SLH	Telephone Call(s) - Creditor W/ WHITE RE ADAMSON	.20	119.00
04/04/02 SLH	Telephone Call(s) - Creditors Committee C/C CALL	.50	297.50
04/04/02 GBR	Telephone Call(s) M. DURANT RE: VENDOR RELATIONS	.10	59.50
04/04/02 EMA	Telephone Call(s) - Creditors Committee calls re committee conference call	.90	139.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY. 10169-0075

Client/Matter: 90302/0001
Page 224

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 EMA	Examine Documents e mails, corresp, handwritten notes, agendas	.70	108.50
04/04/02 JSF	Correspondence Committee - 4/5 Conference Call	.30	105.00
04/04/02 MIR	Examine Documents correspondence	.50	77.50
04/05/02 SLH	Telephone Call(s) - Creditors Committee W/MCCANN RE CONFERENCE CALL ISSUES	.20	119.00
04/05/02 SLH	Examine Documents W/SELTZER RE STATUS	.20	119.00
04/05/02 SLH	Telephone Call(s) - Creditors Committee W/WILLIAMS RE ADAMSON CONTRACT	.20	119.00
04/05/02 GBR	Telephone Call(s) M. COOPER RE: STORE CLOSINGS	.20	119.00
04/05/02 EMA	Telephone Call(s) - Creditors Committee various calls re conference call 4/5	1.60	248.00
04/05/02 EMA	Correspondence serve agendas and information re meeting	.70	108.50
04/05/02 EMA	Examine Documents memos, corresp, handwritten notes	.60	93.00
04/05/02 JSF	Correspondence Letter to Committee re: Meeting	.40	140.00
04/05/02 JSF	Examine Documents Committee Members' Participation in Conference Call	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 225

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 JSF	Correspondence Confidentiality Agreement and Bylaws to K. Shapiro	.20	70.00
04/05/02 JSF	Telephone Call(s) M. Cooper re: Employment Agreements	.10	35.00
04/08/02 SLH	Telephone Call(s) - Creditors Committee REPORT ON PENSKE	.20	119.00
04/08/02 SLH	Telephone Call(s) - Creditors Committee W/GARY SHAPIRO RE ADAMSON, PENSKE, MISCELLANEOUS	.40	238.00
04/08/02 SLH	Telephone Call(s) - Creditor W/PERGOLISI RE FACTORS INFORMATION	.20	119.00
04/08/02 SLH	Telephone Call(s) - Creditor W/ALDERMAN RE STATUS	.20	119.00
04/08/02 GBR	Review of Documents G. SHAPIRO & K. MCCANN RE: ADAMSON CONTRACT	.40	238.00
04/08/02 EMA	Prepare Charts update chart re meeting	.60	93.00
04/08/02 JSF	Telephone Call(s) Matthew Gurdish (Ross Products) re: Adamson Contract	.20	70.00
04/08/02 JSF	Telephone Call(s) Kathy Brady at Bank of America re: Pre- Petition Amounts Owed/Bank Debt Inquiries	.30	105.00
04/08/02 JTM	Examine Documents correspondence with creditors	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 226

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 TAP	Letter-Creditors Committee Pepsi re: Expense Reimbursement	.10	22.50
04/08/02 MIR	Telephone Call(s) - Creditors Committee Committee calls regarding meeting on 4/10	2.10	325.50
04/09/02 SLH	Telephone Call(s) - Creditor W/STITLER RE STATUS	.20	119.00
04/09/02 SLH	Correspondence TO BRIDGEFORD RE VENDOR ISSUES	.10	59.50
04/09/02 EMA	Examine Documents memos, corresp, handwritten notes emails, noas	.60	93.00
04/09/02 EMA	Examine Documents various minutes and agendas from meetings	.40	62.00
04/09/02 MIR	Examine Documents correspondence	.70	108.50
04/10/02 SLH	Examine Documents W/KREMENS RE MEETING ISSUES	.20	119.00
04/10/02 SLH	Telephone Call(s) - Creditor W/SELTZER RE EMPLOYMENT CONTRACT	.20	119.00
04/10/02 EMA	Telephone Call(s) - Creditors Committee various calls re meeting	.90	139.50
04/10/02 EMA	Examine Documents memos, corresp, handwritten notes	.60	93.00
04/10/02 EMA	Examine Documents listing of signed bylaws of committee	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 227

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/10/02 JSF	Correspondence Committee - 4/12/02 Conference Call	.20	70.00
04/10/02 TAP	Telephone Call(s) - Creditor C. Davis (Sony) re: Vendor Return	.20	45.00
04/10/02 TAP	Letter-Creditors Committee Members of c/c re: 4/10/02 meeting	.30	67.50
04/10/02 MIR	Examine Documents correspondence	.60	93.00
04/11/02 SLH	Telephone Call(s) - Creditors Committee W/UNJU, SHAPIRO, ETC. RE ADAMSON CONSIGNMENT, ETC.	.50	297.50
04/11/02 SLH	Telephone Call(s) - Creditor W/SETTLE RE RTV PRODUCT	.50	297.50
04/11/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE NOVAKOFF, PANTALEO	.30	178.50
04/11/02 SLH	Examine Documents BEILINSON EMAIL	.10	59.50
04/11/02 SLH	Telephone Call(s) - Creditors Committee W/COOPER RE MANAGEMENT ISSUES	.30	178.50
04/11/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE MANAGEMENT ISSUES	.50	297.50
04/11/02 SLH	Telephone Call(s) - Creditors Committee W/ESTHER MILLER RE 4/10 MEETING ISSUES	.30	178.50
04/11/02 SLH	Telephone Call(s) - Creditor W/SARAKIN RE RTV ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 228

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 SLH	Examine Documents GBR/CIERI & PANTALEO REPORTS ON MEETING ISSUES	.30	178.50
04/11/02 EMA	Examine Documents memos, corresp, handwritten notes, noas	.60	93.00
04/11/02 JSF	Telephone Call(s) A. Lipkind re: JA&A and Adamson Negotiations	.20	70.00
04/11/02 JSF	Telephone Call(s) G. Shapiro - JA&A and Adamson Revised Terms	.20	70.00
04/11/02 JSF	Correspondence U. Paik re: Adamson/JA&A Terms and Consignment Documents	.10	35.00
04/11/02 JSF	Telephone Call(s) K. Newman re: Summary of Adamson Terms	.20	70.00
04/11/02 JSF	Telephone Call(s) D. Posner re: Conference Call	.10	35.00
04/11/02 JSF	Telephone Call(s) G. Shapiro re: Update on Employment/Exclusivity Issues	.20	70.00
04/11/02 JSF	Correspondence Committee- Conference Call re: Revised Employment Terms	.40	140.00
04/12/02 SLH	Telephone Call(s) - Debtor's Attorney W/J. SMITH RE VENDOR RELATIONS	.20	119.00
04/12/02 SLH	Correspondence REPORT TO CEDRIC WILLIAMS ON FEES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 229

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 GBR	Telephone Call(s) G. SHAPIRO RE: EXCLUSIVITY, CONSIGNMENT ETC.	.40	238.00
04/12/02 EMA	Examine Documents emails, corresp, memos	.60	93.00
04/12/02 JSF	Telephone Call(s) G. Shapiro re: Adamson Contract	.20	70.00
04/12/02 JSF	Telephone Call(s) M. Cooper re: Adamson	.40	140.00
04/12/02 JSF	Telephone Call(s) G. Shapiro re: Consignment	.20	70.00
04/12/02 TAP	Telephone Call(s) - Creditor M. Burack re: 341 Meeting and status of cases	.20	45.00
04/15/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/CIERI RE CONFIDENTIALITY ISSUES, ETC.	.20	119.00
04/15/02 SLH	Correspondence TO CO-CHAIR RE ADAMSON	.20	119.00
04/15/02 SLH	Correspondence TO C/C RE ADAMSON	.20	119.00
04/15/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/CIERI RE FINANCE ISSUES	.20	119.00
04/15/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/FABRIZIO RE SCHEDULES	.20	119.00
04/15/02 SLH	Correspondence TO SELTZER RE ADAMSON, ETC.	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 230

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 SLH	Telephone Call(s) - Creditor W/BARTELMO RE RECLAMATION	.20	119.00
04/15/02 SLH	Telephone Call(s) W/DETROIT NEWS RE STATUS	.10	59.50
04/15/02 EMA	Examine Documents memos, corresp, handwritten notes	.40	62.00
04/15/02 JSF	Examine Documents Vendor Meeting Presentation - Policy Changes/Reclamation Analysis	.40	140.00
04/16/02 SLH	Telephone Call(s) - Creditor W/BARTELMO RE STATUS	.30	178.50
04/16/02 SLH	Telephone Call(s) - Creditor W/NATHAN RE RECLAMATION	.20	119.00
04/16/02 SLH	Telephone Call(s) - Creditor W/IVESTER, CIERI, SHAPIRO RE FINANCE C/C DECISION	.60	357.00
04/16/02 SLH	Telephone Call(s) - Creditor W/EGAN RE STATUS OF RTV	.20	119.00
04/16/02 SLH	Telephone Call(s) - Creditors Committee W/UNJU PAIK RE SALE OF CLAIMS	.20	119.00
04/16/02 SLH	Correspondence TO MUNGER RE SALE	.10	59.50
04/16/02 SLH	Telephone Call(s) - Creditors Committee W/NEWMAN RE DAY ISSUES	.20	119.00
04/16/02 SLH	Telephone Call(s) - Creditors Committee W/BARTELMO RE SALES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 231

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 SLH	Telephone Call(s) - Creditors Committee W/KEN NEWMAN RE FINANCE C/C ISSUES	.50	297.50
04/16/02 SLH	Telephone Call(s) - Creditor W/DIETZ RE THIRD PARTY INTEREST	.30	178.50
04/16/02 SLH	Telephone Call(s) - Creditor W/WARTELLE RE SCHEDULES	.20	119.00
04/16/02 GBR	Telephone Call(s) K. NEWMAN RE: ADAMSON & DAY CONTRACTS	.40	238.00
04/16/02 ENS	Telephone Call(s) - Creditors Committee W/MILLER (CAN. EXPORTS) - PREPET. PAYMENTS/ (2X)	.40	190.00
04/16/02 EMA	Examine Documents various expense requests	.40	62.00
04/16/02 JSF	Telephone Call(s) A. Lipkind re: Meeting with Debtors re: Finance Committee	.20	70.00
04/16/02 JSF	Telephone Call(s) G. Shapiro - Meeting with Debtors re: Finance Committee's Position	.30	105.00
04/16/02 JSF	Telephone Call(s) Ed Sharpe (Handleman) re: GOB Sales and Pension Plans	.20	70.00
04/16/02 JSF	Telephone Call(s) UBS Warburg re: Schedules and Statements	.20	70.00
04/16/02 JSF	Telephone Call(s) U. Paik re: Claim and Status of Employment Issues	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 232

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 MIR	Examine Documents unexpired leases	.90	139.50
04/17/02 SLH	Telephone Call(s) - Creditor W/PEARCE RE DRUG SUPPLIER	.30	178.50
04/17/02 SLH	Telephone Call(s) - Creditors Committee W/CO-CHAIR RE ADAMSON STATUS, DAY CONTRACT, ETC.	.80	476.00
04/17/02 SLH	Examine Documents PREPARE FOR CO-CHAIR CALL	.30	178.50
04/17/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/SELTZER RE STATUS ON KERP, ETC.	.20	119.00
04/17/02 SLH	Correspondence TO CO-CHAIR RE FEES	.20	119.00
04/17/02 GBR	Telephone Call(s) MARNO RE: RTV PROGRAM	.30	178.50
04/17/02 EMA	Telephone Call(s) - Creditors Committee set up two conference calls	.60	93.00
04/17/02 EMA	Examine Documents memos, corresp, handwritten notes	.60	93.00
04/17/02 JSF	Telephone Call(s) O'Sullivan re: Return to Vendor Program	.20	70.00
04/17/02 MIR	Examine Documents correspondence/creditor's committee	.90	139.50
04/18/02 SLH	Telephone Call(s) - Creditors Committee W/COOPER RE MANAGEMENT ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 233

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 SLH	Conference(s) in Office W/COOPER RE MANAGEMENT, OPERATION	.80	476.00
04/18/02 SLH	Telephone Call(s) - Creditors Committee W/G. SHAPIRO RE CONTRACT ISSUES	.20	119.00
04/18/02 SLH	Correspondence TO CO-CHAIR RE FINANCE COMMITTEE ISSUES	.20	119.00
04/18/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/CIERI RE FINANCE/DEBTOR DISCUSSIONS	.40	238.00
04/18/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO RE ADAMSON, DAY, ETC.	.30	178.50
04/18/02 SLH	Telephone Call(s) - Creditors Committee W/NEWMAN RE ADAMSON, DAY, ETC.	.30	178.50
04/18/02 SLH	Telephone Call(s) - Creditors Committee W/RAPP RE PRE-PETITION PAYMENTS, ETC.	.30	178.50
04/18/02 SLH	Telephone Call(s) - Creditors Committee W/NEWMAN RE 4/23-24 ISSUES	.50	297.50
04/18/02 GBR	Telephone Call(s) K. NEWMAN RE: CONTRACT SETTLEMENTS	.30	178.50
04/18/02 GBR	Telephone Call(s) A. LIPKIND RE: EXCLUSIVITY OBJ.	.20	119.00
04/18/02 EMA	Examine Documents memos, emails and corresp	.60	93.00
04/18/02 EMA	Examine Documents set up conference call and check emails re same	.80	124.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 234

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 JSF	Telephone Call(s) Al Hall of Maybelline re: Debtors' Financial Information	.20	70.00
04/18/02 JSF	Telephone Call(s) Milton Cooper - 4/19 Meeting	.20	70.00
04/18/02 SMP	Correspondence e-mail to committee re: 4/19 teleconference	.20	39.00
04/18/02 SMP	Correspondence e-mail committee agenda	.10	19.50
04/18/02 SMP	Correspondence e-mail to D. Posner re: 4/19 teleconference	.10	19.50
04/18/02 TAP	Telephone Call(s) - Creditor's Atty/Rep B. BLAKELY RE: PAYMENTS ON PRE-PETITION CLAIMS	.10	22.50
04/18/02 MIR	Examine Documents creditors' committee correspondence	1.60	248.00
04/19/02 GBR	Telephone Call(s) G. SHAPIRO RE: CONTRACT & EXCLUSIVITY SETTLEMENTS	.30	178.50
04/19/02 EMA	Telephone Call(s) - Creditors Committee various calls re committee conference call	1.40	217.00
04/19/02 EMA	Examine Documents memos, corresp, handwritten notes	.60	93.00
04/19/02 JSF	Telephone Call(s) Re: Motion to Dispose of Real Estate	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 235

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 MIR	Examine Documents correspondence	.60	93.00
04/22/02 SLH	Telephone Call(s) - Creditor W/SPIELMAN RE MANAGEMENT	.20	119.00
04/22/02 ENS	Telephone Call(s) - Creditor W/J. MILLER - (2X) - CONF AGREEMENT, EQ COMM	.30	142.50
04/22/02 EMA	Examine Documents review various committee expense requests	.70	108.50
04/22/02 MIR	Examine Documents correspondence	1.40	217.00
04/22/02 MIR	Review File miscellaneous pleadings	.80	124.00
04/23/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/NATHAN RE RECLAMATION	.20	119.00
04/23/02 SLH	Telephone Call(s) - Creditors Committee W/BALLARD RE PUT OPTIONS	.20	119.00
04/23/02 EMA	Examine Documents memos, corresp, emails	.40	62.00
04/23/02 EMA	Examine Documents review expense requests	.40	62.00
04/23/02 EMA	Examine Documents memos, corresp, eamails	.40	62.00
04/23/02 TAP	Telephone Call(s) - Creditor's Atty/Rep B. Olsen re: return on receivables	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 236

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 MIR	Examine Documents correspondence	1.00	155.00
04/23/02 MIR	Examine Documents creditors' committee minutes and agendas	.80	124.00
04/24/02 SLH	Examine Documents GBR/HEARING RESULTS	.30	178.50
04/24/02 SLH	Telephone Call(s) - Accountant W/KNOLL RE COSMETICS STATUS	.30	178.50
04/24/02 SLH	Correspondence REPORT TO C/C ON HEARINGS	.50	297.50
04/24/02 EMA	Examine Documents emails, memos, corresp	.30	46.50
04/24/02 TAP	Telephone Call(s) - Debtor's Attorney J. WHARTON RE: PROTECTIVE ORDER	.10	22.50
04/25/02 SLH	Correspondence TO BEILINSON RE COMPANY POLICIES	.10	59.50
04/25/02 SLH	Telephone Call(s) - Creditor W/SPIELMAN RE CAPITAL ANALYSIS	.40	238.00
04/25/02 EMA	Examine Documents memos, corresp, noas	.60	93.00
04/25/02 JSF	Telephone Call(s) A. Tuttle	.10	35.00
04/26/02 EMA	Examine Documents memos, corresp, noas	.40	62.00
04/26/02 JSF	Telephone Call(s) Patrick O'Neal re: 341 Meeting	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 237

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/26/02 JSF	Telephone Call(s) G. Shapiro re: Update From Hearings	.40	140.00
04/26/02 JSF	Telephone Call(s) K. Simpson-Taylor re: Goddu and Update	.20	70.00
04/26/02 MIR	Examine Documents correspondence and memos to creditors	1.50	232.50
04/29/02 SLH	Telephone Call(s) - Creditors Committee W/UNJU PAIK RE CONSIGNMENT	.30	178.50
04/29/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/SPIELMAN RE DEBT STRUCTURE	.20	119.00
04/29/02 JSF	Telephone Call(s) J. Greenwood re: Bylaws	.10	35.00
04/29/02 JSF	Telephone Call(s) O'Sullivan Industries re: Reclamation Claim	.20	70.00
04/29/02 JSF	Examine Documents Committee Bylaws	.20	70.00
04/30/02 EMA	Examine Documents memos, corresp, emails	.60	93.00
TOTAL PHASE 30		231.40	\$ 82,373.00

Phase: 31	Lease and Real Estate Analysis & Related
-----------	--

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
--------------------------------	--------------------	--------------	---------------

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 238

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/02/02 TAP	Examine Documents Lease Rejection Motion/Order	.90	202.50
02/04/02 GBR	Telephone Call(s) R. HUTCHINSON RE: R.E. ISSUES, RETENTION	.40	238.00
02/04/02 GBR	Telephone Call(s) A. GRASIER RE: R.E. VALUATIONS	.20	119.00
02/05/02 SLH	Examine Documents 13 STORE LEASE TRANSFER	.20	119.00
02/05/02 SLH	Examine Documents LEASE REJECTION ORDER	.10	59.50
02/05/02 SLH	Telephone Call(s) - Accountant TO KNOLL RE LEASE MOTION	.10	59.50
02/05/02 SLH	Examine Documents GREEN VALLEY LEASE MOTION	.10	59.50
02/05/02 JSF	Telephone Call(s) M. Knoll re: KERP and Lease Rejection	.20	70.00
02/05/02 JSF	Telephone Call(s) Skadden (Wharton and Liberman) re: 2/13 Hearing and Lease Rejections	.30	105.00
02/05/02 JSF	Examine Documents Lease Rejection Order	1.50	525.00
02/05/02 JSF	Memo Re: Ramco Gershenson Objection to Lease Rejection	1.00	350.00
02/05/02 DJL	Telephone Call(s) - Accountant Phone call with KPMG re Rubloff motion	.10	19.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 239

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 DJL	Letter-Creditor's Attorney Fax Rubloff motion to KPMG	.10	19.50
02/05/02 DJL	Examine Documents Rejection of lease in Green Valley, AZ	.50	97.50
02/05/02 DJL	Memo Summary of lease rejection motion	.50	97.50
02/05/02 DJL	Examine Documents Reviewed Rubloff motion	.40	78.00
02/05/02 DJL	Memo Revisions to Rubloff motion summary	.20	39.00
02/05/02 DJL	Examine Documents Reviewed notice of lease rejections	.30	58.50
02/05/02 DJL	Memo Summary of lease rejections	.20	39.00
02/05/02 TAP	Review File Lease rejection motion and order	.90	202.50
02/05/02 DHB	Examine Documents Review and Summarize Motion re: lease assumption & assignment	.80	236.00
02/06/02 WMS	Review File Real estate articles	.30	178.50
02/06/02 GBR	Review of Documents RAMCO OBJ. TO REJECTION MOTION	.20	119.00
02/06/02 GBR	Telephone Call(s) H. BORDWIN RE: STORE CLOSINGS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 240

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/02 JSF	Examine Documents Memo re: Ramco Gershenson Objection	.20	70.00
02/07/02 SLH	Examine Documents LEASE REJECTION RESPONSE	.40	238.00
02/07/02 GBR	Review of Documents FIRST BERKSHIRE LIMITED OBJ.	.20	119.00
02/07/02 CAP	Examine Documents Motions/notices/objections regarding rejection of leases/procedures for rejecting leases	.30	46.50
02/07/02 CAP	Examine Documents Motions to assume/reject various leases, notices of rejection of leases re: various stores	.40	62.00
02/07/02 JSF	Examine Documents Lease Rejection Objections - Basis	.40	140.00
02/07/02 DJL	Research Research re retroactive rejection of leases	1.00	195.00
02/08/02 GBR	Telephone Call(s) M. WEXLER RE: R.E. CLOSINGS	.20	119.00
02/08/02 GBR	Telephone Call(s) M. COOPER RE: LL CONCESSIONS	.30	178.50
02/08/02 JSF	Examine Documents Objections to Lease Rejections	.30	105.00
02/11/02 GBR	Review of Documents ROCKFORD OBJ TO RUBLOFF ASSIGNMENT	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 241

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 GBR	Telephone Call(s) M. WEXLER RE: 2/13 OMNIBUS	.20	119.00
02/11/02 CAP	Examine Documents various objections to lease motion regarding procedures for rejection of leases	.30	46.50
02/11/02 JSF	Examine Documents Lease Rejection Objections	.60	210.00
02/11/02 DJL	Examine Documents Reviewed Rubloff Objections	.50	97.50
02/11/02 DJL	Memo Summary of Rubloff Objections	.40	78.00
02/12/02 SLH	Examine Documents LIQUOR LICENSE CASES FOR 2/13	.50	297.50
02/12/02 SLH	Examine Documents TROPICANA 365 RESPONSE, ETC.	.20	119.00
02/12/02 SLH	Examine Documents W/NANCY OLSON RE LEASE TRANSFERS	.20	119.00
02/12/02 SLH	Examine Documents FIRST BERKSHIRE 365 OBJECTION	.10	59.50
02/12/02 SLH	Examine Documents KIMCO 365 OBJECTION	.10	59.50
02/12/02 SLH	Examine Documents G.B. ROCKFORD 365 OBJECTION; LIQUOR OBJECTION/CAPITAL	.20	119.00
02/12/02 SLH	Examine Documents BNY OBJECTION ON LEASES	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 242

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 SLH	Telephone Call(s) - Creditor W/LIPKE RE LEASE TRANSFER ISSUE	.20	119.00
02/12/02 SLH	Examine Documents SOMERVILLE RESPONSE	.20	119.00
02/12/02 SLH	Examine Documents MALAN ET AL. RESPONSE	.20	119.00
02/12/02 SLH	Telephone Call(s) - Creditor GOODMAN /PORT HURON LEASE	.30	178.50
02/12/02 CAP	Examine Documents Various objections to lease motions	.40	62.00
02/12/02 JSF	Telephone Call(s) M. Knoll re: Rubloff and Meetings and Company	.20	70.00
02/12/02 JSF	Examine Documents Discussions with Debtors and Skadden re: Rubloff and Basis for Relief	.20	70.00
02/12/02 JSF	Examine Documents Objections to Lease Rejection filed by Ramco-Gershenson and others	.20	70.00
02/12/02 DJL	Examine Documents Reviewed Lease Objections	.40	78.00
02/12/02 DJL	Examine Documents Reviewed Rubloff Objections	.30	58.50
02/13/02 CAP	Examine Documents Motion authorizing lease assumptions and objections to motion	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 243

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 DJL	Examine Documents Reviewed BNY lease rejection motions	.60	117.00
02/13/02 DHB	Examine Documents Objection by Malan Mortgagor	.40	118.00
02/13/02 DHB	Examine Documents Somerville Objection	.30	88.50
02/13/02 DHB	Examine Documents Ramco Objection	.20	59.00
02/14/02 SLH	Examine Documents PC MOTION	.20	119.00
02/14/02 GBR	Telephone Call(s) M. COOPER RE: KIMCO TERMSHEET	.30	178.50
02/14/02 GBR	Telephone Call(s) M. COOPER RE: LTBC SETTLEMENT	.30	178.50
02/14/02 DHB	Examine Documents Brandywine Objection	.20	59.00
02/14/02 DHB	Examine Documents Medeiros Objection	.20	59.00
02/14/02 DHB	Examine Documents Additional Ranco Motion	.20	59.00
02/15/02 SLH	Examine Documents OAKLAND LEASE	.20	119.00
02/15/02 CAP	Examine Documents Lease motions, motion/notice/certificate of service regarding limited relief with order authorizing rejection of leases	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 244

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 DHB	Research Lease Rejection Issues	.60	177.00
02/16/02 SLH	Examine Documents REJECTION MOTION ON SPONSORSHIP CONTRACTS	.10	59.50
02/16/02 SLH	Examine Documents 365, REMOVAL, UTILITY MOTION	.20	119.00
02/18/02 JSF	Examine Documents Precision Response (Sublessee) Motion for Limited Relief	.30	105.00
02/19/02 SLH	Examine Documents STORE OPENINGS ISSUES	.10	59.50
02/19/02 SLH	Examine Documents LEASE EXTENSION ORDER	.20	119.00
02/19/02 GBR	Review of Documents CHERRY CREEK MOTION	.20	119.00
02/19/02 CAP	Examine Documents Motion regarding assignment of leases to Rubloff and objections thereto	.50	77.50
02/19/02 EMA	Examine Documents various motions objection to assume or reject leases motions	.60	93.00
02/19/02 JSF	Correspondence M. Knoll re: Construction at OCs	.10	35.00
02/19/02 JSF	Examine Documents Sublessee Limited Objection	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 245

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 TAP	Examine Documents Lease Rejection Extension motion	.40	90.00
02/19/02 TAP	Letter-Debtor's Attorney M. Wexler re: discrepancy between lease rejection motion/order	.20	45.00
02/20/02 WMS	Exam. of Documents Real Estate Memorandum/Article	.30	178.50
02/20/02 SLH	Examine Documents LEASE REJECTION ORDER	.10	59.50
02/20/02 EMA	Examine Documents various motions re assume or reject leases and objections to same	.60	93.00
02/21/02 JSF	Telephone Call(s) Sy Gutman re: Lease Rejections	.20	70.00
02/21/02 TAP	Examine Documents Motion to Extend Deadline to Assume or Reject Leases	.30	67.50
02/21/02 TAP	Letter-Debtor's Attorney re: Motion to Extend Deadline to Assume or Reject Leases	.20	45.00
02/21/02 TAP	Memo re: Motion to Extend Deadline to Assume or Reject Leases	.20	45.00
02/22/02 SLH	Examine Documents LATROBE MOTION	.20	119.00
02/23/02 JSF	Examine Documents Sublessee Motion for Limited Relief From Rejection Order	.70	245.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 246

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/23/02 TAP	Examine Documents Second Lease Rejection Motion	.40	90.00
02/23/02 TAP	Memo re: Second Lease Rejection Motion	.30	67.50
02/24/02 TAP	Examine Documents Jaygee Lease Assumption and Assignment Motion	.40	90.00
02/24/02 TAP	Memo re: Jaygee Lease Assumption and Assignment Motion	.30	67.50
02/25/02 DNG	Review Documents Review Guaranty Issues	.80	396.00
02/25/02 TAP	Examine Documents Compare Lease rejection orders negotiated w/various landlords	1.40	315.00
02/26/02 JTM	Examine Documents documents re: leases	.40	62.00
02/27/02 SLH	Examine Documents LANDLORD OBJECTION	.20	119.00
02/27/02 JAB	Telephone Call(s) - Creditor's Atty/Rep D. Simpson re: 365(d)(4) Motion (X2)	.20	85.00
02/27/02 JAB	Examine Documents 365(d) Motion	.10	42.50
02/27/02 JSF	Examine Documents Objections to 365 Motion	.30	105.00
02/27/02 DJL	Review File Re lease objections	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 247

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/27/02 DJL	Correspondence Correspondence to David Simpson re Motion for Extension to Assume or Reject leases	.30	58.50
02/27/02 DJL	Examine Documents Reviewed lease objections	3.10	604.50
02/27/02 DJL	Memo Summary of lease objections	3.00	585.00
02/28/02 DNG	Research Research re MIPS	.50	247.50
02/28/02 SLH	Examine Documents ALLIED DISTRICT, ETC. 365 OBJECTION	.20	119.00
02/28/02 SLH	Examine Documents BRANDYWINE, ETC. 365 OBJECTION	.20	119.00
02/28/02 SLH	Telephone Call(s) - Creditor W/GRAZIER; RE REAL ESTATE DISPOSITIONS	.20	119.00
02/28/02 GBR	Telephone Call(s) M. WEXLER RE: LEASE DISPOSITIONS	.30	178.50
02/28/02 GBR	Telephone Call(s) A. GRAZIER RE: R.E. DISPOSITIONS	.20	119.00
02/28/02 GBR	Telephone Call(s) H. BORDWIN RE: R.E. DISPOSITIONS	.10	59.50
02/28/02 JSF	Examine Documents Colony Latrobe Stipulation	.20	70.00
02/28/02 JTM	Examine Documents documents re: leases	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 248

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 DJL	Examine Documents Lease Objections to Debtors motion to extend time to assume or reject	3.90	760.50
02/28/02 DJL	Prepare Charts Chart/Summary of lease objections	4.00	780.00
03/01/02 WMS	Memo Real Estate Dispositions	.10	59.50
03/01/02 GBR	Telephone Call(s) H. BORDWIN RE: R.E. DISPOSITION PROGRAM	.30	178.50
03/01/02 GBR	Telephone Call(s) M. WEXLER RE: R.E. DISPOSITION PROGRAM	.30	178.50
03/01/02 GBR	Telephone Call(s) M. COOPER RE: R.E. DISPOSITION PROGRAM	.20	119.00
03/01/02 GBR	Review of Documents FRY ASSIGNMENT MOTION	.30	178.50
03/01/02 GBR	Review of Documents MARSHALL PLAZA ASSIGNMENT MOTION	.20	119.00
03/01/02 GBR	Review of Documents LOWE'S ASSIGNMENT MOTION	.20	119.00
03/01/02 GBR	Review of Documents TMJ ASSIGNMENT MOTION	.20	119.00
03/01/02 JSF	Telephone Call(s) M. Wexler re: Lease Auction and Management	.40	140.00
03/01/02 JSF	Examine Documents Response to PRC Motion	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 249

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/01/02 JSF	Examine Documents Objections to 365 Motion	.50	175.00
03/01/02 JTM	Examine Documents documents re: leases	.30	46.50
03/01/02 DJL	Examine Documents Landlord objections to extension motions	3.00	585.00
03/01/02 DJL	Memo Summaries of landlord objections	3.00	585.00
03/01/02 TAP	Memo Review and Summarize Objections to Store Closing Motion	5.20	1,170.00
03/03/02 SLH	Examine Documents DEBTOR PRECISION RESPONSE	.10	59.50
03/03/02 SLH	Examine Documents NEWPORT 365 OBJECTION	.10	59.50
03/03/02 SLH	Examine Documents KEY PLAZA, STERICK SHADRALL OBJECTION TO 365 MOTION	.20	119.00
03/03/02 SLH	Examine Documents LATROBE STIPULATION	.10	59.50
03/03/02 SLH	Examine Documents FRY LEASE MOTION, MARSHALL PLAZA, KMART - LOWE'S MOTION	.20	119.00
03/03/02 SLH	Examine Documents TMJ LEASE ASSIGNMENT	.10	59.50
03/03/02 GBR	Review of Documents PRC PROPOSED ORDER	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 250

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 GBR	Review of Documents KELLEY DRYE OMNIBUS OBJ. TO LEASE EXT. MOTION	.30	178.50
03/03/02 GBR	Review of Documents BRANCH OBJ. TO LEASE EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents SUNLAND OBJ. TO LEASE EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents SAN ANTONIO OBJ. TO LEASE EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents ALLIED DIST. OBJ. TO 364 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents LAKEWOOD OBJ. TO 364 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents RD OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents LORDHILL OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents F&W OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents TLM OBJ TO GOB MOTION	.10	59.50
03/03/02 GBR	Review of Documents EASTWICK OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents SYERS OBJ. TO 365 EXT MOTION	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 251

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 GBR	Review of Documents MENTER OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents ABRAMS OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents DISCL OBJ TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents CORALWOOD OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents EASTWICK OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents KUPELAN OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents BRANDYWINE OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents RAMCO OBJ. TO 365 EXT MOTION	.30	178.50
03/03/02 GBR	Review of Documents NEW PLAN OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents KEY PLAZA OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents COORS OBJ. TO 365 EXT MOTION	.10	59.50
03/03/02 GBR	Review of Documents ANDALEX OBJ. TO 365 EXT MOTION	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 252

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 JSF	Examine Documents Review and Correct Summaries of 365 Objections	.70	245.00
03/03/02 DJL	Examine Documents Reviewed objections to motion for extension to assume or reject	2.90	565.50
03/03/02 DJL	Memo Summary/chart of objections	2.80	546.00
03/04/02 WMS	Exam. of Documents Real Estate Memorandum	.30	178.50
03/04/02 SLH	Examine Documents LEASE MATERIAL	.20	119.00
03/04/02 SLH	Examine Documents HAMPTON ROADS, TMC 365 OBJECTION	.20	119.00
03/04/02 SLH	Examine Documents PORTSMOUTH 365 OBJECTION	.20	119.00
03/04/02 GBR	Review of Documents GONZALEZ OBJ. TO 365 EXT MOTION	.20	119.00
03/04/02 ENS	Telephone Call(s) - Debtor's Attorney W/WEXLER - RETENTION OF R E ADVISORS (2X)	.40	190.00
03/04/02 EMA	Examine Documents various motions objecting to Debtors motion to assume or reject	.60	93.00
03/04/02 JSF	Examine Documents Objections to 365 Motion	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 253

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 DJL	Examine Documents Reviewed landlord objections to Debtors motion re extension of time	2.00	390.00
03/04/02 DJL	Memo Summaries of landlord objections	2.20	429.00
03/04/02 DJL	Memo Revisions to landlord summaries/chart	.80	156.00
03/04/02 DJL	Examine Documents Reviewed Parker Real Estate objection to PRC's motion	.90	175.50
03/04/02 DJL	Memo Summary of Parker Real Estate objection to PRC's motion	.70	136.50
03/04/02 DJL	Examine Documents Reviewed Debtors response to objections to motion for extension of time to assume or reject	.80	156.00
03/04/02 DJL	Memo Summary of Debtors response to objections to motion for extension of time to assume or reject	.70	136.50
03/04/02 TAP	Memo re: Landlord objection to DIP	.30	67.50
03/05/02 SLH	Examine Documents DEBTOR C&D REPLY	.10	59.50
03/05/02 SLH	Examine Documents PARKER PLEADING	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 254

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/05/02 EMA	Examine Documents various motions objecting to debtors assume or reject leases	.60	93.00
03/05/02 SMP	Examine Documents Review objection of extension of deadline re: leases.	.40	78.00
03/06/02 SLH	Telephone Call(s) - Creditors Committee W/TUTTLE RE MANAGEMENT ISSUES	.30	178.50
03/06/02 GBR	Conference Out of Office OMNIBUS HEARINGS	8.60	5,117.00
03/06/02 GBR	Conference Out of Office W/A. COHEN, B. DONOHUE M. KNOLL RE: STORE CLOSINGS	1.80	1,071.00
03/06/02 EMA	Examine Documents re: assumption and assignment of leases	.60	93.00
03/06/02 JTM	Review File documents re: leases	.30	46.50
03/07/02 EMA	Examine Documents various objections to Debtors motion to assume or reject	.60	93.00
03/07/02 JSF	Examine Documents Lease Assumption Motions	.60	210.00
03/07/02 DJL	Examine Documents Reviewed various Real Estate motions for 3/20 hearing	1.40	273.00
03/07/02 DJL	Memo Summary of Real Estate motions	1.40	273.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 255

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/07/02 DJL	Memo Revisions to Summaries	.50	97.50
03/08/02 SLH	Examine Documents PRESS RELEASE ON CLOSINGS	.20	119.00
03/08/02 SLH	Examine Documents BROOKFIELD LIFT STAY ON LEASE	.10	59.50
03/08/02 EMA	Examine Documents various objections to assumption or assignment of leases	.60	93.00
03/08/02 JSF	Examine Documents Press Releases and News Articles re: Store Closings	.40	140.00
03/08/02 JSF	Examine Documents Store Closing List	.40	140.00
03/08/02 JSF	Telephone Call(s) Alan Shine - LL Atty -re store closings	.10	35.00
03/08/02 JTM	Review File documents re: leases	.40	62.00
03/08/02 SMP	Examine Documents Review motion re: procedures for store closing and bidding procedures	2.40	468.00
03/11/02 SLH	Telephone Call(s) - Creditor LEASE ORDERS - 3/6	.20	119.00
03/11/02 SLH	Telephone Call(s) - Creditor W/GOMEZ RE STATUS	.20	119.00
03/11/02 SLH	Examine Documents TEXAS LESSOR STAY	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 256

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 GBR	Review of Documents Rejection Procedure Motion	.40	238.00
03/11/02 GBR	Review of Documents William Tell Quash Motion	.20	119.00
03/11/02 EMA	Examine Documents various objections re motion to assume or reject	.60	93.00
03/11/02 DJL	Review File Reviewed file for Landlord Objections	.30	58.50
03/11/02 DJL	Examine Documents Reviewed Debtors motion re rejection of certain leases	.60	117.00
03/11/02 DJL	Memo Summary of Debtors motion re rejection of certain leases	.40	78.00
03/12/02 WMS	Review File Real Estate Papers	.30	178.50
03/12/02 GBR	Review of Documents HONOLULU TERMINATION AGREEMENT	.30	178.50
03/12/02 JSF	Examine Documents Debtors' Motion to Terminate Purchase and Sale Agreement re: Hawaii	.60	210.00
03/12/02 JSF	Examine Documents Motion for Procedures to Reject Leases	.20	70.00
03/12/02 JTM	Examine Documents lease objections	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 257

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 DJL	Telephone Call(s) - Creditor's Atty/Rep Phone call with Alan Shine re Chicago Attorney	.10	19.50
03/12/02 TAP	Memo re Honolulu termination agreement	.50	112.50
03/13/02 WMS	Exam. of Documents Real Estate Documents	.30	178.50
03/13/02 SLH	Telephone Call(s) - Creditors Committee W/BORDWIN RE REAL ESTATE DEALS	.20	119.00
03/13/02 DJL	Examine Documents Reviewed RD Management Motion	.80	156.00
03/13/02 DJL	Memo Summary of RD Management Motion	.60	117.00
03/13/02 DJL	Examine Documents Reviewed William Tell Homes Motion	.60	117.00
03/13/02 DJL	Memo Summary of William Tell Homes Motion	.60	117.00
03/13/02 TAP	Memo re American General Objection to motion to assign lease to Fry	.80	180.00
03/14/02 JSF	Telephone Call(s) Andy Graiser of DJM re: Real Estate Disposition - Selection	.10	35.00
03/14/02 JSF	Examine Documents Lease Rejection Orders re: Extensions of Time	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 258

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 JTM	Examine Documents lease documents	.30	46.50
03/15/02 WMS	Review File Real Estate Papers	.30	178.50
03/15/02 SLH	Examine Documents AMERICAN GENERAL OBJECTION	.20	119.00
03/15/02 JSF	Memo Re: Portland Community College Condemnation Proceedings	.20	70.00
03/17/02 DJL	Examine Documents Reviewed Retram Objection	.50	97.50
03/17/02 DJL	Memo Summary re Retram Objection	.40	78.00
03/17/02 DJL	Examine Documents Reviewed Limited Objection to Debtors motion to reject certain leases	.60	117.00
03/17/02 DJL	Memo Summary of Limited Objection to Debtors motion to reject certain leases	.50	97.50
03/17/02 DJL	Examine Documents Reviewed Debtors objection to motion to quash	.50	97.50
03/17/02 DJL	Memo Summary of Debtors objection to motion to quash	.40	78.00
03/18/02 SLH	Examine Documents ALLIED ETC. 365 OBJECTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 259

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/18/02 SLH	Examine Documents SHAW GUSSIG LEASE OBJECTION	.20	119.00
03/18/02 SLH	Examine Documents OBJECTION TO HOLMES	.10	59.50
03/18/02 SLH	Examine Documents RETRAM OBJECTION	.10	59.50
03/18/02 SLH	Examine Documents GROSS/IB INDEMNITY	.10	59.50
03/18/02 DJL	Examine Documents Review and Analysis of Objections to Debtors Third Motion for Rejection of Certain Leases	2.00	390.00
03/19/02 WMS	Review File Real Estate Memorandum	.20	119.00
03/19/02 GBR	Review of Documents PREP FOR OMNIBUS HRGS, REVIEW PROPOSED ORDERS	1.90	1,130.50
03/19/02 AW	Diary & Docket assume leases	.20	31.00
03/19/02 DJL	Examine Documents Review of State Street Objection to Debtors First Motion to Rejection Leases (on for 3/20)	.60	117.00
03/19/02 DJL	Memo Summary of State Street Objection	.50	97.50
03/19/02 TAP	Telephone Call(s) - Accountant L. Ashe, B. Davies re Honolulu store	.10	22.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 260

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/20/02 SLH	Conference out of Office OMNIBUS HEARING ON LEASES, LICENSES, ETC.	6.00	3,570.00
03/20/02 GBR	Review of Documents PREP FOR OMNIBUS HRGS, REVIEW STORE CLOSINGS	2.80	1,666.00
03/20/02 ENS	Examine Documents LL OBJ - REJECTION MOTION	.20	95.00
03/20/02 JTM	Examine Documents documents re: leases	.30	46.50
03/21/02 SLH	Examine Documents 1146 HECHINGER DECISION	.10	59.50
03/21/02 SLH	Correspondence TO BUTLER RE: HECHINGER	.10	59.50
03/21/02 AW	Diary & Docket d/l to reject leases	.30	46.50
03/21/02 EMA	Examine Documents various objections to assumption or assignment of lease	.60	93.00
03/22/02 SLH	Examine Documents NEW MEXICO LEASE REJECTION	.20	119.00
03/22/02 CAP	Examine Documents Objections to store closing motion, motion establishing procedures for store closing sales	.40	62.00
03/22/02 CAP	Examine Documents Various objections, limited objections to lease motions	.50	77.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 261

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 SLH	Examine Documents DJM CONTRACT	.20	119.00
03/25/02 SLH	Telephone Call(s) - Debtor's Attorney TO WEXLER RE DJM CONTRACT	.10	59.50
03/25/02 EMA	Examine Documents various objections to assume or reject leases	.90	139.50
03/25/02 JSF	Examine Documents Real Estate Consulting Agreement	.50	175.00
03/25/02 JTM	Examine Documents documents re: leases	.30	46.50
03/25/02 SMP	Examine Documents Review order re: assumption/rejection of real property leases	.20	39.00
03/25/02 SMP	Examine Documents Review orders re: assumption and assignment of leases to Marshal, TJM and Lowe's	.40	78.00
03/25/02 SMP	Examine Documents Review order re: termination of agreement (Hawaii)	.10	19.50
03/25/02 SMP	Research Research re: lease assumption and assignment	1.20	234.00
03/26/02 SLH	Examine Documents SMP/LEASE ISSUES	.20	119.00
03/26/02 GBR	Review of Documents DJM CONTRACT	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 262

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 GBR	Review of Documents PORTLAND REJECTION REQUEST	.20	119.00
03/26/02 CAP	Examine Documents Various lease motions, objections to lease motions	.60	93.00
03/26/02 CAP	Review File Additional lease motions, responses to lease motions	.40	62.00
03/26/02 JSF	Examine Documents Letter from attorney for Portland Community College re: Rejection of Lease	.20	70.00
03/26/02 JTM	Examine Documents lease documents	.30	46.50
03/26/02 SMP	Examine Documents review documents re: real estate issues	.10	19.50
03/27/02 GBR	Telephone Call(s) M. KNOLL & L. ASHE RE: RE DISPOSITIONS	.40	238.00
03/27/02 CAP	Examine Documents various lease motions, notices, orders	.40	62.00
03/28/02 CAP	Examine Documents Notice of Rejection of Lease, Lease motions	.40	62.00
03/28/02 AW	Diary & Docket d/l to assume real property	.30	46.50
03/28/02 JSF	Examine Documents E&Y Presentation - Real Estate Store Closings and Recent Financials	.50	175.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 263

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/29/02 SLH	Examine Documents UTILITY NOTICE	.10	59.50
03/29/02 JTM	Examine Documents objections re: leases	.30	46.50
04/01/02 SLH	Correspondence TO WEXLER RE ABANDONED STORE	.10	59.50
04/01/02 JTM	Examine Documents documents re: leases	.30	46.50
04/01/02 TAP	Memo Wal-Mart Stipulation	.50	112.50
04/02/02 EMA	Examine Documents various objection to assumption or rejection of leases	.60	93.00
04/02/02 JSF	Telephone Call(s) L. Ashe re: 195 closed stores	.10	35.00
04/03/02 GBR	Telephone Call(s) L. ASHE RE: LOAN FORGIVENESS, R.E. CLOSINGS	.30	178.50
04/04/02 SLH	Examine Documents DISTRICT COURT ON 365 MOTION	.20	119.00
04/04/02 SLH	Examine Documents MILAN, ETC.	.20	119.00
04/04/02 GBR	Telephone Call(s) M. KNOLL RE: R.E. DISPOSITIONS	.20	119.00
04/04/02 GBR	Review of Documents KOM LL MOTIONS	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 264

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 TAP	Examine Documents Motions to assume and assign Leases	.50	112.50
04/04/02 TAP	Memo re: Motions to assume and assign Leases	.70	157.50
04/04/02 TAP	Examine Documents Motion (4th) to reject leases	.40	90.00
04/04/02 TAP	Memo re: Motion (4th) to reject leases	.40	90.00
04/05/02 SLH	Examine Documents FOURTH LEASE MOTION, NORWOOD LEASE, ALBERTSON LEASE	.20	119.00
04/05/02 SLH	Examine Documents GBR/PENSKE ISSUES RE: USE OF SPACE	.50	297.50
04/05/02 JSF	Examine Documents Cedarbrook Emergency Motion to Compel Debtors to Comply with Leases	.20	70.00
04/05/02 JSF	Examine Documents Debtors' Fourth Motion to Reject Leases	.20	70.00
04/05/02 JSF	Examine Documents Lease Assumption Motions	.20	70.00
04/05/02 SMP	Examine Documents review documents re: leases	.10	19.50
04/05/02 TAP	Telephone Call(s) - Accountant w/L. Ashe re: Lease Rejection Status	.10	22.50
04/05/02 TAP	Letter-Accountant L. Ashe re: Lease Motions	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 265

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 SLH	Examine Documents PENSKE LEASE	.20	119.00
04/08/02 SLH	Examine Documents TRANSCRIPT OF PENSKE HEARING	.50	297.50
04/08/02 GBR	Telephone Call(s) R. EDWARDS RE: SALES	.30	178.50
04/08/02 GBR	Telephone Call(s) M. WEXLER RE: ASSIGNMENTS	.20	119.00
04/08/02 JSF	Examine Documents Emergency Motion of Cedarbrook Plaza re: Compliance with local ordinances	.30	105.00
04/08/02 JSF	Examine Documents Debtors' Rejected Leasehold Interests	.60	210.00
04/08/02 DJL	Examine Documents Penske Lease Issues	.20	39.00
04/08/02 DJL	Examine Documents Reviewed Cedarbrook Motion and Exhibits	.80	156.00
04/08/02 DJL	Memo Summary Cedarbrook Motion	.80	156.00
04/08/02 TAP	Telephone Call(s) - Accountant L. Ashe re: real estate	.20	45.00
04/08/02 TAP	Memo re: L. Ashe real estate conversation	.20	45.00
04/08/02 MIR	Examine Documents unexpired leases	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 266

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/09/02 JSF	Examine Documents Landlords' Motion to Compel Payment of Real Estate Taxes	.30	105.00
04/09/02 JSF	Examine Documents Motion of Malan to Shorten Time to Assume or Reject	.20	70.00
04/10/02 SLH	Examine Documents PORTLAND PROPERTY	.20	119.00
04/10/02 DJL	Examine Documents Reviewed Malan Motion	.50	97.50
04/10/02 DJL	Memo Summary of Malan Motion	.40	78.00
04/10/02 DJL	Examine Documents Reviewed Landlord Motion	.50	97.50
04/10/02 DJL	Memo Summary of Landlord Motion	.40	78.00
04/10/02 MIR	Review File unexpired leases and agreements	1.10	170.50
04/11/02 GBR	Review of Documents 10-DAY REJECT LEASES ANALYSIS	.30	178.50
04/11/02 GBR	Review of Documents OAK LAWN ASSURANCE MOTION	.40	238.00
04/11/02 JSF	Telephone Call(s) M. Wexler and N. Olson re: Portland, Oregon Property	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 267

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 DJL	Examine Documents Reviewed Oak Lawn Motion re Assumption or Rejection	.30	58.50
04/11/02 DJL	Memo Summary re Oak Lawn Motion	.30	58.50
04/11/02 MIR	Examine Documents assumption and rejection of contracts and leases	.50	77.50
04/12/02 SLH	Examine Documents PELHAM LEASE MATERIAL	.10	59.50
04/12/02 SLH	Examine Documents OAK LAWN MOTION	.20	119.00
04/12/02 GBR	Examine Documents RE: R.E. REJECTIONS	.20	119.00
04/12/02 DJL	Examine Documents Reviewed Levin Properties Motion	.60	117.00
04/12/02 DJL	Memo Summary of Levin Properties Motion	.50	97.50
04/15/02 SLH	Examine Documents HYVEE SUBLEASE	.20	119.00
04/15/02 SLH	Examine Documents FRY CURE STATEMENT	.10	59.50
04/15/02 SLH	Examine Documents LEARSI PLEADING; LEVIN LEASE	.20	119.00
04/15/02 GBR	Review of Documents HV OBJ. TO REJECTION PROCEDURES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 268

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 GBR	Review of Documents LEASE SALE & BIDDING PROCEDURES MOTION	.70	416.50
04/15/02 GBR	Review of Documents LEVIN LEASE COMPLIANCE MOTION	.30	178.50
04/15/02 GBR	Review of Documents WALMART STIP MOTION	.90	535.50
04/15/02 SMP	Examine Documents Review bidding procedures motion	1.20	234.00
04/15/02 SMP	Examine Documents review of lease assignment motion	.40	78.00
04/15/02 DJL	Examine Documents Reviewed Learsi Hudson Motion	.40	78.00
04/15/02 DJL	Memo Summary re Learsi Hudson Motion	.40	78.00
04/15/02 MIR	Review File unexpired leases	.60	93.00
04/16/02 SLH	Examine Documents AMERICAN GENERAL CURE STATUS	.10	59.50
04/16/02 GBR	Review of Documents MANCHESTER LEASE DEFAULTS	.20	119.00
04/16/02 JSF	Examine Documents Letter from Lawyer for Brookhill re: Lease and Environmental Issues on Premises	.10	35.00
04/16/02 JSF	Examine Documents Motion for Relief from Stay re: Hudson, Wisconsin Property	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 269

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 DJL	Examine Documents Reviewed Motion for Stipulation and Order re Wal-Mart	1.00	195.00
04/16/02 DJL	Memo Summary re Wal-Mart Motion	1.10	214.50
04/16/02 TAP	Examine Documents LEASE SALE MOTIONS	1.50	337.50
04/16/02 TAP	Examine Documents LEASE ASSET PURCHASE AGREEMENT	1.40	315.00
04/16/02 TAP	Examine Documents LEASE TERMINATION AND ASSIGNMENT AGREEMENT	1.20	270.00
04/16/02 TAP	Examine Documents LEASE ASSUMPTION AND ASSIGNMENT AGREEMENT	.80	180.00
04/16/02 TAP	Examine Documents LEASE BIDDING PROCEDURES	1.40	315.00
04/16/02 TAP	Memo RE: LEASE SALE PROCEDURES	2.20	495.00
04/17/02 SLH	Examine Documents LEASE SALE MOTION SUMMARY	.20	119.00
04/17/02 SLH	Examine Documents OBJECTION TO FF	.20	119.00
04/17/02 SLH	Examine Documents RESPONSE ON OAK	.10	59.50
04/17/02 SLH	Examine Documents MIDDLETOWN LEASE MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 270

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 SLH	Examine Documents WALMART SUBLEASE MOTION	.40	238.00
04/17/02 SLH	Telephone Call(s) - Creditor W/FRIEDMAN RE RENT CONCESSIONS	.20	119.00
04/17/02 SLH	Telephone Call(s) - Creditor W/GRAISER RE LEASE SALES	.50	297.50
04/17/02 GBR	Review of Documents OBJ TO OAKLAWN MOTION	.10	59.50
04/17/02 GBR	Telephone Call(s) H. BORDWIN RE: LEASE AUCTION	.10	59.50
04/17/02 GBR	Review of Documents MIDDLETOWN ASSUMPTION MOTION	.20	119.00
04/17/02 JSF	Examine Documents Motion re: Purchase of Real Estate Interests for Closed Stores	.70	245.00
04/17/02 DJL	Examine Documents Debtors' Objection to Malan Mortgagor Motion	.70	136.50
04/17/02 DJL	Memo Summary of Malan Objection	.60	117.00
04/17/02 DJL	Examine Documents Debtors' Objection to Oak Lawn Motion	.50	97.50
04/17/02 DJL	Memo Summary of Oak Lawn Objection	.50	97.50
04/17/02 TAP	Memo REVISE LEASE SALE MEMO	1.70	382.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 271

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 MIR	Examine Documents assumption/rejection of unexpired leases	1.60	248.00
04/18/02 SLH	Examine Documents LEASE ANALYSIS	.20	119.00
04/18/02 SLH	Examine Documents REJECTION NOTICE	.10	59.50
04/18/02 SLH	Telephone Call(s) - Accountant W/ASHE RE LEASE ANALYSIS	.50	297.50
04/18/02 GBR	Review of Documents REJECTION NOTICES	.30	178.50
04/18/02 GBR	Review of Documents AM GEN CURE STATEMENT	.10	59.50
04/18/02 GBR	Review of Documents FOOD LION OBJ. TO REJECTION	.10	59.50
04/18/02 JSF	Telephone Call(s) L. Ashe re: Lease Rejections	.30	105.00
04/18/02 JSF	Examine Documents Lease Rejection Analysis on Dark Stores	1.00	350.00
04/18/02 JSF	Examine Documents Notices of Store Rejections	.20	70.00
04/18/02 JSF	Examine Documents Motion to Assume and Assign Leases to Walmart	.50	175.00
04/18/02 JSF	Telephone Call(s) L. Ashe re: store numbers 3883 and 9505	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 272

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 DJL	Examine Documents Objections to Debtors' Motion Approving Procedures for Rejecting Unexpired Leases	.90	175.50
04/18/02 DJL	Memo Summary of Objections to Debtors' Motion Approving Procedures for Rejecting Unexpired Leases	.80	156.00
04/18/02 DJL	Examine Documents review real estate pleadings	.80	156.00
04/18/02 DJL	Memo revise landlord summaries	.80	156.00
04/18/02 TAP	Telephone Call(s) - Accountant L. ASHE RE: LEASE VALUATION	.20	45.00
04/18/02 TAP	Examine Documents KPMG LEASE VALUATION	.10	22.50
04/18/02 TAP	Memo REVISE LEASE SALE SUMMARY	.60	135.00
04/18/02 MIR	Review File debtors' objections to motions to compel assumption & rejection of leases	1.10	170.50
04/19/02 GBR	Review of Documents LEASE AUCTION MOTION	1.50	892.50
04/19/02 GBR	Telephone Call(s) N. OLSON RE: CURE CLAIMS	.20	119.00
04/19/02 JSF	Examine Documents Motion for Disposition of Real Estate	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 273

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 JSF	Telephone Call(s) N. Olson re: Motion to Dispose of Real Estate	.20	70.00
04/19/02 MIR	Examine Documents rejection of unexpired leases	.70	108.50
04/22/02 SLH	Examine Documents CHARLES COUNTY ASSOCIATION OBJECTION	.10	59.50
04/22/02 SLH	Examine Documents 23 LESSOR OBJECTIONS	.20	119.00
04/22/02 SLH	Examine Documents LASALLE OBJECTION	.20	119.00
04/22/02 SLH	Examine Documents LENNAR, RETRAM OBJECTION	.20	119.00
04/22/02 SLH	Examine Documents GLIMCHER, LORDHILL OBJECTION	.20	119.00
04/22/02 GBR	Telephone Call(s) M. COOPER RE: LL CURE CLAIMS	.20	119.00
04/22/02 GBR	Review of Documents ADNOV ET AL OBJ. TO BID PROCEDURES	.20	119.00
04/22/02 GBR	Review of Documents PYRAMID MALL OBJ. TO BID PROCEDURES	.10	59.50
04/22/02 GBR	Review of Documents SOUTH WILLOW OBJ. TO BID PROCEDURES	.10	59.50
04/22/02 GBR	Review of Documents OAKLAWN RESPONSE	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 274

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 JSF	Telephone Call(s) L. Ashe re: Status of Lease Rejections	.20	70.00
04/22/02 JSF	Examine Documents Lease Rejection Chart	.40	140.00
04/22/02 DJL	Examine Documents Oak Lawn's Response	.50	97.50
04/22/02 DJL	Memo Summary of Oak Lawn's Response	.50	97.50
04/22/02 DJL	Prepare Charts Landlord Objection Chart	.70	136.50
04/23/02 SLH	Examine Documents LEVIN RESPONSE	.20	119.00
04/23/02 SLH	Examine Documents SUN TRUST LEASE OBJECTION, HARRIMAN OBJECTION	.30	178.50
04/23/02 GBR	Conference Out of Office W/ H. KLAFF, K. BROWN RE: R. E. MONETIZATION	1.40	833.00
04/23/02 JSF	Conference out of Office Klaff re: Real Estate Values	1.40	490.00
04/23/02 SMP	Conference out of Office W/ Klaff re: real estate values	1.40	273.00
04/23/02 DJL	Examine Documents Debtors' Objection to Learsi Hudson	.50	97.50
04/23/02 DJL	Memo Summary of Debtors' Objection to Learsi	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 275

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 TAP	Examine Documents cure claims, various landlords	.20	45.00
04/23/02 TAP	Memo re: lease rejection order	.40	90.00
04/24/02 SLH	Examine Documents BNY OBJECTION ON LEASE	.20	119.00
04/24/02 GBR	Conference Out of Office OMNIBUS HEARINGS	5.00	2,975.00
04/24/02 GBR	Conference/ Debtor RE: CONTESTED MATTERS	.80	476.00
04/24/02 JSF	Conference out of Office Omnibus Hearing	4.80	1,680.00
04/24/02 JSF	Examine Documents Additional Lease Rejections	.50	175.00
04/24/02 SMP	Examine Documents Review notes, prep for hearing	.40	78.00
04/24/02 SMP	Attendance at Court (Motion) Attend Omnibus Hearing	4.80	936.00
04/24/02 SMP	Conference out of Office Non-working travel time	1.70	331.50
04/24/02 DJL	Examine Documents Debtors' Lease Bidding Procedures Motion	.90	175.50
04/24/02 DJL	Examine Documents Landlord objections and cure amounts re Debtors' Motion to bidding procedures	1.80	351.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 276

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/24/02 TAP	Examine Documents OBJECTION TO LEVIN PREPETITION MOTION	.20	45.00
04/24/02 TAP	Examine Documents REPLY TO OBJECTIONS TO FOURTH LEASE REJECTION MOTION	.20	45.00
04/24/02 TAP	Letter-Accountant FROM L. ASHE RE: LEASE INFORMATION	.20	45.00
04/24/02 TAP	Examine Documents OBJECTIONS TO LEASE BIDDING PROCEDURES MOTION	.60	135.00
04/25/02 GBR	Review of Documents LL OBJS. TO BID PROCEDURES & AUCTION MOTION	3.70	2,201.50
04/25/02 DJL	Examine Documents Review and Summarize various objections to lease bidding procedures	.90	175.50
04/25/02 DJL	Examine Documents Landlord objections to bidding procedures motions	.70	136.50
04/26/02 GBR	Review of Documents LEASE REJECTION NOTICES	.20	119.00
04/26/02 JSF	Examine Documents LL Objections to Bidding Procedures	.40	140.00
04/26/02 JSF	Examine Documents LL Cure Claims	.30	105.00
04/26/02 DJL	Telephone Call(s) - Debtor's Attorney Phone call with J Wharton re Landlord Objections	.10	19.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 277

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/26/02 DJL	Examine Documents Reviewed Landlord Objections	1.10	214.50
04/26/02 DJL	Prepare Charts Chart Landlord Objections	.90	175.50
04/28/02 DJL	Prepare Charts preparation of chart re objections to lease bidding motion	1.80	351.00
04/29/02 SLH	Examine Documents WATERLOO PLEADING	.20	119.00
04/29/02 SLH	Examine Documents MCLEAN PLEADING	.20	119.00
04/29/02 SLH	Examine Documents PORTSMOUTH MOTION	.20	119.00
04/29/02 SLH	Examine Documents GBR/LEASE ISSUES	.20	119.00
04/29/02 GBR	Review of Documents WATERLOO ASSUMPTION MOTION	.20	119.00
04/29/02 GBR	Telephone Call(s) M. WEXLER RE: LL OBJS.	.10	59.50
04/29/02 JSF	Examine Documents Motion of Waterloo Associates	.40	140.00
04/29/02 JSF	Telephone Call(s) Brian Davies re: Extension of Lease Terms	.10	35.00
04/29/02 JSF	Examine Documents Motion re: Determination of Adequate Assurance Payment	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 278

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/02 DJL	Examine Documents Landlord Objections to Bidding Procedures	1.40	273.00
04/29/02 DJL	Memo Summary of Landlord Objections	.80	156.00
04/29/02 DJL	Prepare Charts re landlord objections	.70	136.50
04/29/02 MIR	Examine Documents assumption & rejection of unexpired leases	1.10	170.50
04/30/02 GBR	Review of Documents WILLIAM TELL COUNTER DESIGNATION	.30	178.50
04/30/02 GBR	Telephone Call(s) M. WEXLER RE: LL OBJS TO BID PROCEDURES	.20	119.00
TOTAL PHASE 31		254.30	\$ 83,516.50

Phase: 32 Preparation of Application for Allowance

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 TAP	Examine Documents Notice of Appearance and Retention Application	.40	90.00
02/02/02 TAP	Prepare Legal Papers Retention Application (OSHR)	1.00	225.00
02/02/02 TAP	Prepare Legal Papers Retention Affidavit (OSH&R)	.70	157.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 279

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/02/02 TAP	Prepare Legal Papers Proposed Retention Order (OSHR)	.30	67.50
02/03/02 TAP	Prepare Petition and/or Order Prepare Conflicts Check	1.10	247.50
02/05/02 JSF	Examine Documents Conflicts Checks	.50	175.00
02/05/02 TAP	Examine Documents Conflicts check	2.40	540.00
02/06/02 TAP	Prepare Legal Papers Retention Application and Affidavit	2.90	652.50
02/06/02 TAP	Examine Documents Conflicts Check	.90	202.50
02/07/02 ENS	Correct Papers REVIEW/REVISE OSHR RETENTION PAPERS	.90	427.50
02/07/02 TAP	Correct Papers Retention Application, Affidavit, and Proposed Order	2.40	540.00
02/08/02 SLH	Examine Documents OSHR RETENTION PLEADINGS	.30	178.50
02/08/02 DJL	Examine Documents Preparation of memo re additional conflicts search	.90	175.50
02/08/02 DHB	Prepare Legal Papers Draft Retention Affidavit	2.60	767.00
02/10/02 JSF	Examine Documents Parties in Interest	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 280

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 DHB	Examine Documents Revise Affidavit in Support of Retention Application	2.90	855.50
02/12/02 JSF	Prepare Legal Papers Retention Papers	1.70	595.00
02/12/02 DHB	Prepare Legal Papers Retention Papers	2.90	855.50
02/13/02 JSF	Examine Documents Potential Conflicts	.20	70.00
02/13/02 JSF	Examine Documents Time Detail	.50	175.00
02/13/02 JSF	Examine Documents Retention Papers	.50	175.00
02/13/02 DJL	Examine Documents Reviewed fees	1.50	292.50
02/13/02 DHB	Review Financial Documents Review Retention Affidavit	.60	177.00
02/14/02 SLH	Examine Documents RETENTION OF OSHR	.10	59.50
02/14/02 JSF	Examine Documents Final Retention Papers	.50	175.00
02/14/02 DJL	Examine Documents Reviewed fees	1.70	331.50
02/15/02 DJL	Examine Documents Reviewed time detail	.80	156.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 281

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/18/02 JSF	Examine Documents Time Detail	1.30	455.00
02/19/02 CAP	Examine Documents Retention applications and notices	.40	62.00
02/19/02 DJL	Examine Documents Reviewed time	.30	58.50
02/20/02 JTM	Examine Documents documents re: retention	.30	46.50
02/20/02 TAP	Prepare Legal Papers Attention to Notices of Appearance	.50	112.50
02/21/02 DJL	Examine Documents Reviewed time detail	2.00	390.00
02/21/02 TAP	Prepare Legal Papers Arrange for execution and filing of individual notices of appearance	.30	67.50
02/22/02 SLH	Examine Documents TIME DETAIL ON VARIOUS PROJECTS	.30	178.50
02/24/02 DJL	Examine Documents Reviewed time detail	1.70	331.50
02/26/02 JTM	Examine Documents documents re: retention	.30	46.50
03/06/02 JSF	Examine Documents Time Detail	.60	210.00
03/06/02 JSF	Examine Documents Pro Hac Vice Motions	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 282

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 JTM	Examine Documents retention documents	.30	46.50
03/07/02 DJL	Examine Documents Reviewed Time	1.90	370.50
03/08/02 JTM	Examine Documents retention documents	.30	46.50
03/11/02 DJL	Examine Documents Reviewed Time Detail	1.90	370.50
03/14/02 JSF	Examine Documents Time Detail	1.20	420.00
03/14/02 JTM	Examine Documents documents re: retention	.30	46.50
03/15/02 DJL	Examine Documents Reviewed Time Detail	2.00	390.00
03/15/02 TAP	Prepare Application for Allowance OSHR First Fee Statement	.90	202.50
03/19/02 JTM	Examine Documents documents re: retention	.40	62.00
03/20/02 DJL	Prepare Application for Allowance Preparation of February Fee Application	1.80	351.00
03/20/02 TAP	Examine Documents OSHR February Fee Statement	.20	45.00
03/21/02 DJL	Examine Documents Committee Reimbursement Expense Forms	.90	175.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 283

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 DJL	Prepare Application for Allowance Revisions to February Monthly Fee Statement	.20	39.00
03/22/02 TAP	Prepare Application for Allowance Revise February Fee Statement	.50	112.50
03/26/02 JSF	Examine Documents Monthly Statement - Fee and Expense Detail	1.00	350.00
03/26/02 TAP	Examine Documents Supplemental Conflicts Check re: syndicated DIP	1.60	360.00
03/26/02 TAP	Prepare Assignment Benefit of Creditors Supplemental retention affidavit disclosing relationships with DIP Lenders	1.50	337.50
03/27/02 SLH	Examine Documents FEE APPLICATION/OSHR	.30	178.50
03/27/02 SLH	Examine Documents BILL OF OSHR	.20	119.00
03/27/02 JSF	Examine Documents February Fee Statement	.50	175.00
03/27/02 TAP	Prepare Application for Allowance OSH&R February Fee Statement	1.10	247.50
03/27/02 TAP	Prepare Legal Papers Committee Member Expense Statement	1.00	225.00
03/27/02 TAP	Examine Documents Memo re: Compensation Guidelines	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 284

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 JSF	Examine Documents Fee Statement-Expense Detail and Committee Requests	.60	210.00
03/28/02 JTM	Examine Documents documents re: retention	.30	46.50
03/28/02 TAP	Prepare Legal Papers Supplemental retention affidavit	.40	90.00
03/28/02 TAP	Prepare Legal Papers Committee Expense Reimbursement Application	.40	90.00
03/29/02 JSF	Examine Documents Finalize Fee Statement	1.80	630.00
04/08/02 JTM	Examine Documents documents re: retention	.30	46.50
04/10/02 DJL	Prepare Application for Allowance Reviewed March Time	1.80	351.00
04/10/02 TAP	Memo Supplemental Conflicts Check	.50	112.50
04/11/02 DJL	Prepare Application for Allowance Reviewed March Time	.60	117.00
04/11/02 TAP	Prepare Legal Papers First Supplemental Retention Affidavit	.70	157.50
04/12/02 JSF	Examine Documents Supplemental Affidavit	.20	70.00
04/12/02 DJL	Examine Documents Fee Order	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 285

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 TAP	Examine Documents supplemental conflicts check	.80	180.00
04/15/02 SLH	Examine Documents SUPPLEMENTAL AFFIDAVIT	.20	119.00
04/15/02 JSF	Examine Documents March Time Detail	1.60	560.00
04/15/02 TAP	Prepare Legal Papers First Supplemental Retention Affidavit	.80	180.00
04/16/02 DJL	Examine Documents Reviewed March Time	2.70	526.50
04/17/02 SLH	Examine Documents FEE REVIEW	.20	119.00
04/17/02 DJL	Prepare Application for Allowance Preparation of March Fee Application	1.50	292.50
04/17/02 TAP	Prepare Legal Papers FINALIZE SUPPLEMENTAL AFFIDAVIT	.50	112.50
04/18/02 DJL	Examine Documents Reviewed March Time Detail	1.60	312.00
04/19/02 DJL	Prepare Application for Allowance Prepared March Fee Statement	2.60	507.00
04/19/02 DJL	Examine Documents Committee Reimbursement Expense Forms	.50	97.50
04/22/02 JSF	Examine Documents Fee Statement	.40	140.00
04/22/02 DJL	Prepare Application for Allowance March Fee Statement	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 286

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 DJL	Review File re Fee Statement	.20	39.00
04/24/02 SLH	Examine Documents FEE STATEMENT	.30	178.50
04/24/02 DJL	Prepare Application for Allowance March Fee Statement	1.30	253.50
04/24/02 DJL	Examine Documents Preparation of OSHR fee stmt	2.10	409.50
04/25/02 JSF	Examine Documents March Time Detail	1.00	350.00
04/25/02 DJL	Examine Documents reviewed bill	1.00	195.00
04/25/02 DJL	Examine Documents reviewed March time	.40	78.00
04/26/02 JSF	Examine Documents Time Detail	.40	140.00
04/26/02 DJL	Prepare Application for Allowance Monthly Fee Statement	.90	175.50
04/26/02 DJL	Letter-Debtor's Attorney re monthly fees	.50	97.50
04/29/02 SLH	Examine Documents RE FEE PROTOCOL	.20	119.00
04/29/02 JSF	Examine Documents April Time Detail	.30	105.00
04/29/02 DJL	Examine Documents Began review of April Time	1.70	331.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 287

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/02 DJL	Prepare Application for Allowance finalize fee app	.60	117.00
04/29/02 DJL	Letter-Debtor's Attorney re fees	.90	175.50
04/29/02 DJL	Memo re march fee	.20	39.00
04/30/02 DJL	Letter-Creditor's Attorney R. Schrock re fees	.10	19.50
TOTAL PHASE 32		94.50	\$ 23,503.50

Phase: 33

Acquisition/Divestiture Work/Asset Dispo

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/16/02 SLH	Examine Documents GOB MOTION, ETC.	.50	297.50
02/19/02 GBR	Telephone Call(s) M. WEXLER RE: GOB MOTION	.20	119.00
02/19/02 GBR	Telephone Call(s) A. COHEN RE: GOB ISSUES	.20	119.00
02/19/02 GBR	Review of Documents GOB PROCEDURES MOTION	.20	119.00
02/19/02 CAP	Examine Documents Motion regarding store closing sales	.10	15.50
02/19/02 TAP	Examine Documents Store Closing sale motion	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 288

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 GBR	Telephone Call(s) A. COHEN RE: GOB AGREEMENTS	.20	119.00
02/20/02 JSF	Examine Documents GOB Sales/Abacus	.20	70.00
02/20/02 SMP	Examine Documents Review documents re: GOB auction with GBR.	.30	58.50
02/20/02 TAP	Examine Documents Store Closing Motion	2.20	495.00
02/20/02 TAP	Memo re: Store closing Motion and Procedures	2.90	652.50
02/21/02 SLH	Examine Documents GOB PROCEDURES	.20	119.00
02/21/02 JSF	Examine Documents Motion re: GOB Sales	.30	105.00
02/22/02 SLH	Examine Documents GOB PLEADINGS	.20	119.00
02/22/02 TAP	Memo Revise Store Closing Memo	.40	90.00
02/23/02 JSF	Examine Documents GOB Sales Motion	.50	175.00
02/25/02 SLH	Examine Documents GOB EXTRA NOTICE	.20	119.00
02/26/02 GBR	Telephone Call(s) A. COHEN RE: GOB AGENCY AGREEMENT	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 289

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/02 DJL	Examine Documents memo re store closing sales	.40	78.00
02/26/02 TAP	Memo Store Closing Summary	.20	45.00
02/27/02 ENS	Examine Documents GOB OBJECTIONS	.20	95.00
02/28/02 SLH	Examine Documents TLM REALTY ETC. 363 OBJECTION	.20	119.00
02/28/02 GBR	Telephone Call(s) A. COHEN RE: GOB AUCTION	.20	119.00
03/03/02 GBR	Review of Documents ROBINSON OBJ. TO STORE CLOSING MOTION	.10	59.50
03/04/02 GBR	Telephone Call(s) A. COHEN RE: GOB SALES	.20	119.00
03/04/02 TAP	Memo Review and summarize Debtors reply to store closing sales objections	1.50	337.50
03/05/02 SLH	Examine Documents GOB MOTION ANALYSIS	.10	59.50
03/05/02 GBR	Telephone Call(s) M. KNOLL RE: GOB PROCEDURES	.30	178.50
03/05/02 ENS	Examine Documents RE: STORE CLOSING ISSUES/COHEN	.30	142.50
03/05/02 JSF	Examine Documents GOB Procedures Motion	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 290

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 JTM	Examine Documents documents re: store closing sales	.30	46.50
03/07/02 SLH	Examine Documents GBR/GOB ISSUES	.20	119.00
03/07/02 GBR	Conference Out of Office W/ V. DURRER, A. COHEN RE: GOB PROCESS	1.80	1,071.00
03/07/02 GBR	Conference Out of Office W/E. INVESTER, J. BUTLER RE: GOB PROCESS ETC.	2.20	1,309.00
03/07/02 GBR	Conference Out of Office ½ NON-WORKING TRAVEL TIME TO N.Y.	2.50	1,487.50
03/08/02 WMS	Exam. of Documents Store Closure Information	.20	119.00
03/08/02 SLH	Examine Documents GOB/STORE ISSUES	.30	178.50
03/08/02 GBR	Prepare Papers Revise Agency Agreement	.60	357.00
03/08/02 GBR	Review of Documents Milford Objection to GOB Motion	.20	119.00
03/11/02 WMS	Exam. of Documents Retail Stores Closure	.30	178.50
03/11/02 GBR	Telephone Call(s) A. Cohen re: GOB Bids	.20	119.00
03/12/02 SLH	Examine Documents HAWAII REAL ESTATE MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 291

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 GBR	Telephone Call(s) A. COHEN RE: GOB BIDS	.20	119.00
03/12/02 JTM	Examine Documents documents re: sale of assets	.30	46.50
03/12/02 SMP	Examine Documents review documents re: GOB auction w/ GBR	.10	19.50
03/14/02 JSF	Examine Documents Agency Agreement Mark-Up from Schottenstein Venture	.20	70.00
03/14/02 JTM	Examine Documents documents re: sale of assets	.30	46.50
03/14/02 SMP	Examine Documents Review Debtors proposed agency agreement.	.90	175.50
03/14/02 SMP	Examine Documents Review Nassi et al. proposed agency agreement (to conduct store closings)	2.40	468.00
03/15/02 GBR	Review of Documents NASSI CONTRACT BID	2.60	1,547.00
03/15/02 GBR	Review of Documents GORDON CONTRACT BID	2.30	1,368.50
03/15/02 GBR	Telephone Call(s) R. SCHROCK RE; GOB AUCTION, EXCLUSIVITY	.80	476.00
03/15/02 GBR	Telephone Call(s) A. COHEN RE: GOB BIDDING PROCESS	.40	238.00
03/15/02 JSF	Correspondence V. Durrer re: Agency Agreements	.10	35.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 292

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/15/02 JSF	Telephone Call(s) V. Durrer re: March 20th Hearing	.10	35.00
03/15/02 JSF	Telephone Call(s) Ray Schrock re: Agent Agreement Discussions and Extension of Exclusivity	.40	140.00
03/15/02 JSF	Examine Documents Agent Agreements	.30	105.00
03/15/02 SMP	Examine Documents review Gordon Brother proposed agency agreement.	2.70	526.50
03/15/02 SMP	Examine Documents review analyze and compare Nassi and Gordon proposed agency agreements	1.30	253.50
03/15/02 SMP	Examine Documents review store closing motion and proposed orders	1.10	214.50
03/17/02 GBR	Conference Out of Office W/ J. RAPP, P. TRAUB, S. CHARLES RE: GOB AUCTION	1.80	1,071.00
03/17/02 GBR	Conference Out of Office ½ NON-WORKING TRAVEL TIME TO CHICAGO	1.50	892.50
03/17/02 GBR	Conference Out of Office W/A. COHEN, M. KNOLL RE: GOB BIDDING	2.20	1,309.00
03/17/02 SMP	Conference out of Office Non-working travel (half time) to Chicago	2.40	468.00
03/18/02 WMS	Review File GOB Memorandum	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 293

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/18/02 SLH	Examine Documents BEST BUY/BNY	.10	59.50
03/18/02 SLH	Examine Documents GBR/AUCTIONS REPORT	.20	119.00
03/18/02 SLH	Examine Documents OBJECTION TO COTT	.10	59.50
03/18/02 GBR	Conference Out of Office GOB AUCTION AT SKADDEN	15.10	8,984.50
03/18/02 GBR	Examine Documents Prep for GOB Auction - Reviewed Docs	.40	238.00
03/18/02 SMP	Conference out of Office Attend GOB auction (Chicago Skadden office)	15.10	2,944.50
03/18/02 DJL	Memo Summaries of Store Closing Objections	1.10	214.50
03/19/02 WMS	Exam. of Documents Memoranda Re: GOB Sales	.20	119.00
03/19/02 SLH	Telephone Call(s) - Creditors Committee GBR/AUCTION RESULTS	.30	178.50
03/19/02 GBR	Review of Documents FINAL AGENCY CONTRACT	1.70	1,011.50
03/20/02 GBR	Conference Out of Office ATTEND OMNIBUS HEARINGS	6.00	3,570.00
03/20/02 ENS	Examine Documents REVISED GOB ORDER	.30	142.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 294

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/20/02 EMA	Examine Documents various motions and memos re sale of assets	.60	93.00
03/20/02 SMP	Attendance at Court (Motion) Attend Omnibus hearing	6.10	1,189.50
03/21/02 SLH	Examine Documents DEBTOR OMNIBUS RESPONSE ON GOB	.20	119.00
03/21/02 SLH	Examine Documents AGENCY CONTRACT	.20	119.00
03/21/02 SLH	Telephone Call(s) - Creditors Committee W/RICE RE GOB ISSUES	.30	178.50
03/21/02 GBR	Conference Out of Office ½ NON WORKING TRAVEL TIME TO N.Y.	1.50	892.50
03/21/02 SMP	Conference out of Office Non-working travel from Chicago (½ time)	2.50	487.50
03/22/02 GBR	Telephone Call(s) A. COHEN RE: GOB RESULTS	.20	119.00
03/25/02 SLH	Telephone Call(s) - Debtor's Attorney W/WEXLER RE DJM CONTRACT	.30	178.50
03/25/02 JTM	Examine Documents documents re: sale of assets	.30	46.50
03/25/02 SMP	Examine Documents Review order authorizing GOB auction	.60	117.00
03/26/02 GBR	Review of Documents GOB SALE RESULTS	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 295

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 JSF	Examine Documents Results of GOB Agency Auction	.30	105.00
03/28/02 SLH	Review Financial Documents FEE PROCEEDS ANALYSIS	.40	238.00
03/29/02 JTM	Examine Documents documents re: store closing sales	.30	46.50
04/02/02 GBR	Telephone Call(s) A. COHEN RE: FIXTURE SALES	.20	119.00
04/04/02 GBR	Telephone Call(s) A. COHEN RE: GOB RESULTS	.20	119.00
04/08/02 GBR	Telephone Call(s) A. COHEN RE: GOB RESULTS	.20	119.00
04/08/02 MIR	Examine Documents assumption & rejection of service agreements	.80	124.00
04/09/02 MIR	Examine Documents assumption and rejection of service agreements	1.10	170.50
04/15/02 GBR	Telephone Call(s) J. RAPP RE: FIXTURE SALES	.20	119.00
04/22/02 GBR	Telephone Call(s) R. RASKIN RE: GOB UPDATE	.20	119.00
04/22/02 GBR	Telephone Call(s) A. COHEN RE: FIXTURE SALES	.20	119.00
04/24/02 SLH	Telephone Call(s) - Creditor W/GRAISER RE GOB ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 296

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/02 SLH	Examine Documents MADISON MANAGEMENT DECISION	.20	119.00
TOTAL PHASE 33		105.10	\$ 42,410.50

Phase: 34	Claims Objection Work / Claims Admin
-----------	--------------------------------------

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 JSF	Examine Documents VENDOR RELEVANT MOTIONS/ORDERS	3.00	1,050.00
02/01/02 TAP	Examine Documents Critical Vendor Motion/Order	.80	180.00
02/02/02 TAP	Examine Documents PACA/PASA Motion/Order	.70	157.50
02/02/02 TAP	Examine Documents Imported Merchandise Motion/Order	.50	112.50
02/02/02 TAP	Examine Documents Vendor Return Program Motion/Order	.80	180.00
02/02/02 TAP	Memo re: Reclamation Procedures Order	1.00	225.00
02/02/02 TAP	Memo re: Critical Vendor Order	.80	180.00
02/02/02 TAP	Memo re: PACA/PASA Procedures	.50	112.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 297

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/03/02 DJL	Examine Documents Review of motion re extension of time to file schedules and statements	.50	97.50
02/03/02 DJL	Memo Summary of motion re extension of time to file schedules and statements	.50	97.50
02/03/02 DJL	Examine Documents Reviewed motion re reimbursement of prepetition obligations	.70	136.50
02/03/02 DJL	Memo Summary of motion re reimbursement of prepetition obligations	.80	156.00
02/03/02 DJL	Examine Documents Reviewed order authorizing payment of prepetition shipping and delivery charges	.60	117.00
02/03/02 DJL	Memo Summary of order authorizing payment of prepetition shipping and delivery charges	.60	117.00
02/03/02 TAP	Examine Documents Consignment Motion/order	.50	112.50
02/03/02 TAP	Memo Re: Consignment Motion/Order	.60	135.00
02/03/02 TAP	Memo re: Vendor return program motion/order	.60	135.00
02/04/02 GBR	Review of Documents CONSIGNMENT MOTION & ORDER	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 298

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 GBR	Review of Documents RTV MOTION & ORDER	.30	178.50
02/04/02 GBR	Review of Documents PEPSI RECLAMATION	.20	119.00
02/04/02 TAP	Review File Return to Vendor Motion/Order	.50	112.50
02/04/02 TAP	Review File Consignment Motion/Order	.50	112.50
02/05/02 SLH	Examine Documents JENNER ON RECLAMATION	.10	59.50
02/05/02 CAP	Examine Documents Motion regarding critical trade vendors	.10	15.50
02/05/02 CAP	Examine Documents Reclamation demand letters	.20	31.00
02/05/02 JSF	Examine Documents Motion re: Pre-Petition Orders and Post- Petition Deliveries	.50	175.00
02/05/02 JSF	Examine Documents Consignment Order	.50	175.00
02/05/02 JSF	Examine Documents Reclamation/RTV/PACA Motions	1.50	525.00
02/05/02 DJL	Examine Documents reclamation motion	.30	58.50
02/05/02 DJL	Examine Documents Reviewed Return to Vendor motion	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 299

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 DJL	Examine Documents Reviewed PACA/PASA motion	.10	19.50
02/05/02 DJL	Examine Documents Reviewed Motion re Treatment of Purchase Orders Issued Prepetition but Satisfied Postpetition as Postpetition Administrative Expenses	.70	136.50
02/05/02 DJL	Memo Summary of Motion re Treatment of Purchase Orders Issued Prepetition but Satisfied Postpetition as Postpetition Administrative Expenses	.70	136.50
02/05/02 TAP	Telephone Call(s) - Debtor's Attorney J. Wharton re: Vendor Motions and lease rejections	.40	90.00
02/05/02 DHB	Examine Documents Review of Reclamation Procedures	.30	88.50
02/06/02 SLH	Examine Documents CAPITAL OBJECTION TO RECLAMATION	.20	119.00
02/06/02 GBR	Telephone Call(s) M. GATTO RE: CLAIMS TRADING	.20	119.00
02/06/02 CAP	Examine Documents Notices of appeal from orders authorizing prepetition claims of vendors/foreign merchandise with orders	.30	46.50
02/06/02 DHB	Examine Documents Review and Analysis of Reclamation Motion	.90	265.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 300

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/07/02 SLH	Examine Documents ENS/RECLAMATION	.20	119.00
02/07/02 SLH	Examine Documents PEPSI AND CAPITAL OBJECTION	.20	119.00
02/07/02 SLH	Examine Documents CONSIGNMENT ISSUES	.20	119.00
02/07/02 ENS	Examine Documents RECLAMATION PROGRAM	.70	332.50
02/08/02 SLH	Examine Documents GMAC RECLAMATION	.10	59.50
02/08/02 GBR	Review of Documents CAPITAL OBJ. TO RECLAMATION	.30	178.50
02/08/02 GBR	Review of Documents PEPSI OBJ TO RECLAMATION	.30	178.50
02/08/02 GBR	Review of Documents CAPITOL APPEAL OF CRITICAL VENDOR	.20	119.00
02/08/02 CAP	Examine Documents Reclamation demands, motions, interim order	.30	46.50
02/08/02 CAP	Examine Documents Motions regarding vendor return program	.20	31.00
02/08/02 CAP	Examine Documents CRITICAL TRADE VENDOR	.30	46.50
02/08/02 ENS	Examine Documents RECLAMATION PROGRAM	.60	285.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 301

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 JAB	Examine Documents Critical Trade Vendor Motion	.20	85.00
02/08/02 JAB	Examine Documents Consignment Program	.20	85.00
02/08/02 JAB	Examine Documents Reclamation Motion	.30	127.50
02/08/02 JAB	Examine Documents RTV Program	.30	127.50
02/10/02 ENS	Examine Documents RE: RECLAMATION PROGRAM OBJECTIONS	1.40	665.00
02/10/02 ENS	Miscellaneous MARKUP - ORDER (RECLAMATION)	.90	427.50
02/11/02 WMS	Exam. of Documents Reclamation Papers	.30	178.50
02/11/02 SLH	Examine Documents RECLAMATION ANALYSIS	.20	119.00
02/11/02 SLH	Examine Documents OBJECTIONS ON RECLAMATION	.40	238.00
02/11/02 SLH	Examine Documents RECLAMATION PLEADINGS	.80	476.00
02/11/02 SLH	Examine Documents CAPITAL OBJECTION L/C MOTION	.20	119.00
02/11/02 SLH	Examine Documents RECLAMATION DOCUMENTS	.40	238.00
02/11/02 SLH	Examine Documents COMERICA PLEADING	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 302

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 SLH	Examine Documents CARDINAL OBJECTION ON RECLAMATION	.10	59.50
02/11/02 GBR	Review of Documents RECLAMATION MOTION	.30	178.50
02/11/02 GBR	Review of Documents GMAC RECLAMATION MOTION	.20	119.00
02/11/02 CAP	Examine Documents Reclamation motions, notices of reclamation demand	.30	46.50
02/11/02 ENS	Conference/Assignee PREP MARKUP - MOTION (RECLAMATION)	.90	427.50
02/11/02 ENS	Examine Documents RE - RECLAMATION PROCEDURES FINAL ORDER	.30	142.50
02/11/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - (2X) - RECLAMATION PROC	.60	285.00
02/11/02 ENS	Correspondence TO DURRER - COMMENTS - RECLAMATION PROGRAM	.80	380.00
02/11/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - RECLAMATION PROGRAM	.30	142.50
02/11/02 DJL	Examine Documents Reviewed Reclamation Motion and Proposed Order in Preparation of Subcommittee Conference Call	1.00	195.00
02/12/02 SLH	Examine Documents LA DARLING RECLAMATION PLEADING	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 303

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 SLH	Examine Documents WEYERHAUSER MOTION	.20	119.00
02/12/02 SLH	Examine Documents CARDINAL OBJECTION	.10	59.50
02/12/02 SLH	Examine Documents SARA LEE OBJECTION	.10	59.50
02/12/02 SLH	Examine Documents STANDARD RESPONSE	.20	119.00
02/12/02 SLH	Telephone Call(s) - Debtor's Attorney W/VAN DURRER RE RECLAMATION STIPULATION	.30	178.50
02/12/02 SLH	Examine Documents U.S. FOODS THORCO RECLAMATION PLEADING	.20	119.00
02/12/02 SLH	Examine Documents JSF/RECLAMATION	.20	119.00
02/12/02 SLH	Examine Documents SALTON RECLAMATION	.10	59.50
02/12/02 CAP	Examine Documents Reclamation motion, reclamation demands, interim order, claims, motions for payment of administrative expenses	.40	62.00
02/12/02 ENS	Prepare Extension Agreement SARA LEE, IDL RECLAMATION OBJECTIONS	.80	380.00
02/12/02 ENS	Examine Documents ANALYZE RECLAMATION OBJECTIONS	.90	427.50
02/12/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER RECLAMATION ORDER	.30	142.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 304

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER -COMMENTS - RECLAMATION ORDER	.30	142.50
02/12/02 ENS	Examine Documents REVISED RECLAMATION ORDER	.90	427.50
02/12/02 BEK	Prepare Legal Papers re: Motion, Order and Hrg. on Vendor Return Program	.70	108.50
02/12/02 JSF	Telephone Call(s) V. Durrer re: Reclamation	.10	35.00
02/12/02 DHB	Research Legal Research re: Critical Vendor Issues	1.90	560.50
02/12/02 DHB	Examine Documents Review and Analysis of Debtors Motion and Supporting Cases re: Critical Vendor Issues	1.60	472.00
02/13/02 WMS	Exam. of Documents Reclamation Papers	.20	119.00
02/13/02 SLH	Examine Documents PREPARATION FOR OMNIBUS HEARING ON RECLAMATION, ETC. (TRAVEL)	3.30	1,963.50
02/13/02 CAP	Examine Documents Various reclamation motions	.40	62.00
02/13/02 CAP	Examine Documents additional objections and responses to reclamation motion	.40	62.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 305

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 JSF	Examine Documents Consignment Order - Committee Review of Liens	.40	140.00
02/13/02 JSF	Examine Documents Reclamation Order and Objections	.60	210.00
02/13/02 DJL	Review File MARKUP OF RECLAMATION ORDER	.60	117.00
02/13/02 DJL	Examine Documents Reviewed consignment motion and order	1.40	273.00
02/14/02 ENS	Examine Documents RE: RECLAMATION PROGRAM	.60	285.00
02/14/02 JSF	Research Administrative Expense Priority - Consignment Goods	.40	140.00
02/14/02 DHB	Examine Documents Consignment Motion	.30	88.50
02/15/02 CAP	Examine Documents Objections to motion regarding reclamation procedures	.40	62.00
02/15/02 JSF	Research Review of Consignment Vendor Issues	.80	280.00
02/15/02 DJL	Examine Documents Reclamation motion	.30	58.50
02/15/02 DJL	Telephone Call(s) Phone calls with Intercounty Clearance Corporation re UCC searches	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 306

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 DJL	Telephone Call(s) Phone call with Lexis re UCC searches	.30	58.50
02/15/02 DJL	Examine Documents Reviewed Consignment motion and order	.60	117.00
02/15/02 DJL	Memo re Consignment searches	1.40	273.00
02/15/02 DHB	Research Reclamation Issues	.70	206.50
02/15/02 DHB	Examine Documents RTV	.30	88.50
02/16/02 SLH	Examine Documents UCC SEARCH ANALYSIS	.10	59.50
02/18/02 DJL	Research Reclamation/Solvency Research	1.20	234.00
02/19/02 SLH	Examine Documents JSF/LIEN SEARCH ISSUES	.50	297.50
02/19/02 SLH	Examine Documents RECLAMATION/ENS	.30	178.50
02/19/02 GBR	Review of Documents BAR DATE MOTION	.30	178.50
02/19/02 CAP	Examine Documents Motion establishing bar dates, proofs of claims, claims register	.30	46.50
02/19/02 ENS	Examine Documents REVISED RECLAMATION ORDER	.40	190.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 307

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 ENS	Examine Documents REVISED RECLAMATION ORDER - FINALIZE	.90	427.50
02/19/02 ENS	Examine Documents VENDOR LETTER (RECLAMATION)	.30	142.50
02/19/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - SEVERAL - ORDER	.40	190.00
02/19/02 JSF	Examine Documents Revised Reclamation Order	.70	245.00
02/19/02 JSF	Examine Documents Consignment Issues	.70	245.00
02/19/02 RJF	Telephone Call(s) FAX NOTE TO MILLER WITH CRITICAL VENDOR DOCUMENTS	.30	112.50
02/19/02 DJL	Research Re Reclamation	1.90	370.50
02/19/02 DJL	Research Re Consignment	.40	78.00
02/19/02 DJL	Research Research re consignment filings	1.20	234.00
02/19/02 DJL	Examine Documents Reviewed UCC filings	1.00	195.00
02/19/02 TAP	Examine Documents Motion to set Bar Dates	.40	90.00
02/20/02 WMS	Exam. of Documents Reclamation Papers	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 308

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 SLH	Examine Documents SIEMENS - DEBTOR REPLY	.10	59.50
02/20/02 SLH	Examine Documents SIEMENS MOTION	.10	59.50
02/20/02 SLH	Examine Documents LIEN SEARCH CONSIGNMENT/DJL	.20	119.00
02/20/02 ENS	Examine Documents REVISED RECLAMATION ORDER - TO SUBCOMM	.40	190.00
02/20/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER RECLAMATION ORDER	.20	95.00
02/20/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - PEPISCO ISSUE - REVISED ORDER	.20	95.00
02/20/02 EMA	Examine Documents various versions of reclamation motion	.40	62.00
02/20/02 JSF	Examine Documents UCC Search Issues	.70	245.00
02/20/02 DJL	Memo Memo re Reclamation/Solvency	2.20	429.00
02/20/02 DJL	Telephone Call(s) Phone calls (4) with Ted Holmes of Intercounty re UCC searches	.70	136.50
02/20/02 DJL	Examine Documents Reclamation Order	.30	58.50
02/20/02 DJL	Review of UCC Filings Reviewed database UCC filings	.80	156.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 309

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 DJL	Examine Documents Various consignment issues	1.30	253.50
02/21/02 SLH	Examine Documents C&D MOTION	.20	119.00
02/21/02 SLH	Examine Documents SOUTHERN CALIFORNIA ENERGY MOTION	.20	119.00
02/21/02 SLH	Examine Documents SAN DIEGO ELECTRIC LIFT STAY; PI MOTIONS	.20	119.00
02/21/02 SLH	Examine Documents SARA LEE RECLAMATION MOTION	.10	59.50
02/21/02 SLH	Examine Documents AUCTION MATERIAL	.20	119.00
02/21/02 JSF	Examine Documents Bar Date Motion/Filing of Schedules	.20	70.00
02/21/02 JSF	Examine Documents Consignment Vendors - Number of Vendors	.20	70.00
02/21/02 DJL	Examine Documents Re Consignment	.20	39.00
02/21/02 DJL	Research Research re Reclamation/Solvency	.50	97.50
02/21/02 DJL	Memo Memo re Reclamation/Solvency	1.10	214.50
02/21/02 TAP	Examine Documents Motion to Establish Bar Dates	.40	90.00
02/21/02 TAP	Memo Re: Motion to Establish Bar Dates	.30	67.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 310

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 SLH	Examine Documents MOTION TO VACATE CONSIGNMENT ORDER	.20	119.00
02/22/02 JSF	Examine Documents Consignment Schedule from KPMG	.30	105.00
02/22/02 DJL	Examine Documents Reviewed RTV order	.20	39.00
02/23/02 SLH	Review Financial Documents KPMG CONSIGNMENT ANALYSIS	.20	119.00
02/23/02 JSF	Examine Documents 20th Century Fox Motion re: Consignment	.80	280.00
02/23/02 JSF	Examine Documents GMACCC Motion re: Reclamation	.20	70.00
02/24/02 DJL	Research Reclamation research	.60	117.00
02/25/02 WMS	Review File Return to Vendor Papers	.30	178.50
02/25/02 JSF	Examine Documents Consignment Vendors' Schedule	.70	245.00
02/25/02 SMP	Examine Documents Review motion of Colony Latrobe for relief from stay	.60	117.00
02/25/02 SMP	Memo Summarize motion of Colony for relief from stay.	.80	156.00
02/25/02 DJL	Research Research re Reclamation and Solvency	1.20	234.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 311

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 DJL	Memo Revisions to memo re Solvency	.40	78.00
02/25/02 DJL	Telephone Call(s) with Leo Ayala of Intercounty re: UCC consignment searches	.10	19.50
02/25/02 TAP	Examine Documents Review and Summarize various reclamation demands	.90	202.50
02/25/02 TAP	Examine Documents Sher Books motion to be included in Vendor return program	.40	90.00
02/25/02 TAP	Memo re: Sher Books motion	.20	45.00
02/26/02 JTM	Examine Documents documents re: claims	.30	46.50
02/26/02 DJL	Telephone Call(s) Phone calls with Intercounty re UCC searches	.50	97.50
02/26/02 DJL	Examine Documents Reviewed Intercounty estimate	.20	39.00
02/26/02 DJL	Examine Documents Reclamation order	.30	58.50
02/26/02 DJL	Examine Documents Return to Vendor order	.30	58.50
02/26/02 DJL	Examine Documents Consignments	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 312

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/27/02 DJL	Telephone Call(s) with Intercounty re UCC search	.20	39.00
02/27/02 DJL	Examine Documents Reviewed consignment documents	.80	156.00
02/27/02 DJL	Correspondence to Intercounty re UCC searches	1.10	214.50
02/27/02 DJL	Examine Documents list of consignment vendors	.40	78.00
02/27/02 TAP	Memo re: Kmart/McKesson	.20	45.00
02/28/02 WMS	Review File Return to Vendor Papers	.30	178.50
02/28/02 SLH	Examine Documents TRADING WALL MATERIAL	.20	119.00
02/28/02 GBR	Telephone Call(s) P. LAWRENCE RE: MARKS & LICENSES	.30	178.50
02/28/02 ENS	Examine Documents RECLAMATION MATERIAL	.40	190.00
02/28/02 JSF	Examine Documents Consignment Lien Search	.30	105.00
02/28/02 JTM	Examine Documents documents re: claims	.30	46.50
02/28/02 DJL	Telephone Call(s) Phone calls (x2) with Leo Ayala of Intercounty re: UCC search	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 313

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 DJL	Telephone Call(s) - Accountant Phone calls (x2) with Lisa Ashe re List of Consignment Vendors	.30	58.50
02/28/02 DJL	Examine Documents re Consignment	.60	117.00
02/28/02 TAP	Memo Revise memo re: Sher motion for inclusion in RTV program	.40	90.00
03/01/02 JSF	Telephone Call(s) L. Ashe re: Consignment Vendors	.20	70.00
03/01/02 JSF	Examine Documents Consignment Vendors	.30	105.00
03/01/02 JTM	Examine Documents documents re: claims	.30	46.50
03/01/02 SMP	Examine Documents Review documents re: vendor liens.	.20	39.00
03/01/02 DJL	Telephone Call(s) - Accountant Lisa Ashe re consignment vendors	.10	19.50
03/01/02 DJL	Examine Documents consignments	.70	136.50
03/01/02 DHB	Examine Documents Debtors Objection to reclamation Motions	.20	59.00
03/02/02 JSF	Examine Documents Reclamation Order	.30	105.00
03/02/02 JSF	Examine Documents, Return to Vendor Order	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 314

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/03/02 SLH	Examine Documents DEBTOR RESPONSE TO SHER MOTION	.10	59.50
03/03/02 GBR	Review of Documents OMNIBUS OBJ. TO RECLAMATION MOTIONS	.30	178.50
03/03/02 ENS	Examine Documents RECLAM - OBJS	.30	142.50
03/04/02 JSF	Telephone Call(s) V. Durrer re: Trading Wall	.10	35.00
03/04/02 JSF	Examine Documents Debtors' Response to Fox re: Consignment	.40	140.00
03/04/02 DJL	Telephone Call(s) Phone calls with Intercounty re searches	.40	78.00
03/04/02 DJL	Examine Documents re: UCC searches	.70	136.50
03/06/02 JTM	Examine Documents documents re: claims	.30	46.50
03/07/02 WMS	Exam. of Documents Vendor Orders	.40	238.00
03/07/02 SLH	Examine Documents CONSIGNMENT ANALYSIS	.20	119.00
03/07/02 ENS	Examine Documents RECLAMATION ORDER - RE CLAIM STATUS	.30	142.50
03/07/02 JSF	Telephone Call(s) Banks' Atty re: UCC Searches	.10	35.00
03/07/02 JSF	Telephone Call(s) Skadden re: UCC Searches	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 315

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/07/02 JSF	Examine Documents Consignment List and UCC Chart	.70	245.00
03/07/02 JSF	Examine Documents Trading Wall Order	.30	105.00
03/08/02 SLH	Examine Documents COMDISCO TRADING WALL ORDER	.20	119.00
03/08/02 SLH	Examine Documents DJL/CONSIGNMENT	.20	119.00
03/08/02 GBR	Review of Documents Consignment claims review	.30	178.50
03/08/02 JTM	Examine Documents documents re: prepetition claims	.30	46.50
03/08/02 DJL	Review of UCC Filings Reviewed UCC search results at Skadden	6.70	1,306.50
03/08/02 DJL	Examine Documents UCC search result chart	.30	58.50
03/08/02 TAP	Examine Documents at Skadden, review UCC Financing Statements	6.70	1,507.50
03/08/02 TAP	Memo Create Chart re: UCC Filings	2.00	450.00
03/08/02 TAP	Telephone Call(s) - Debtor's Attorney N. Thomas re: delivery of UCC Filings	.20	45.00
03/09/02 SLH	Examine Documents VENDOR COMPLAINT ISSUES	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 316

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 SLH	Examine Documents JSF/CONSIGNMENT CALL	.20	119.00
03/11/02 SLH	Examine Documents CONSIGNMENT ISSUES	.50	297.50
03/11/02 JSF	Research PERFECTION OF CONSIGNMENT INTERESTS	1.30	455.00
03/11/02 DJL	Review of UCC Filings Consignment Filings	.50	97.50
03/11/02 DJL	Research Research re Consignment Agreements and Section 365	4.80	936.00
03/11/02 TAP	Memo re: Consignment payments	3.00	675.00
03/11/02 TAP	Examine Documents UCC Financing Statements filed against Debtors re: Consignment Claims	4.50	1,012.50
03/11/02 TAP	Telephone Call(s) - Debtor's Attorney V. Durrer re Consignment Agreements	.20	45.00
03/11/02 TAP	Examine Documents w/SLH, re Consignment Order, enforcement of committee right to object	.30	67.50
03/12/02 GBR	Review of Documents INVENTORY BALANCE RE: CONSIGNED GOODS	.30	178.50
03/12/02 ENS	Examine Documents ANALYSIS OF CLAIMS	.30	142.50
03/12/02 JSF	Examine Documents Perfection of Consignment Vendors	1.80	630.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 317

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 JSF	Telephone Call(s) L. Hiestand re: Return to Vendor Issues	.20	70.00
03/12/02 DJL	Research RE: EXECUTORY CONTRACT ASSUMPTION	1.20	234.00
03/12/02 DJL	Examine Documents re: consignment inventory	.60	117.00
03/12/02 TAP	Memo re consignment inquiry	2.50	562.50
03/12/02 TAP	Review File first day hearing transcript re consignment	.80	180.00
03/13/02 JSF	Research Perfection of consignment interests	.40	140.00
03/13/02 JSF	Telephone Call(s) V. Durrer re: Consignment Agreements and C/C Position on 3/6 Motions	.20	70.00
03/13/02 JSF	Telephone Call(s) L. Hiestand re: Return to Vendor Program - Defective Goods	.10	35.00
03/13/02 SMP	Research re: executory contracts	2.80	546.00
03/13/02 SMP	Research research re: assumption of consignment contracts	2.40	468.00
03/13/02 SMP	Examine Documents review documents re: debtors' seasonal vendors	.60	117.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 318

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/13/02 DJL	Examine Documents Seasonal vendor relationships	.30	58.50
03/14/02 JSF	Research Consignment	.30	105.00
03/14/02 JSF	Examine Documents Consignment Motion	.20	70.00
03/14/02 JTM	Examine Documents documents re: claims	.30	46.50
03/14/02 SMP	Examine Documents Review documents re: consignment and lien perfection w/ JSF	.20	39.00
03/14/02 SMP	Research Research re: consignment contracts	1.70	331.50
03/15/02 SLH	Examine Documents MICROSOFT RECOUPMENT	.10	59.50
03/15/02 JSF	Examine Documents UCC Matrix - Consignment Creditors	.40	140.00
03/15/02 JSF	Examine Documents Jewelry Vendor Agreement	.20	70.00
03/15/02 DJL	Examine Documents Re Consignment	.40	78.00
03/15/02 TAP	Review File revise consignment analysis re: perfection	1.80	405.00
03/15/02 TAP	Review File Consignment UCC financing statements	1.20	270.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 319

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/19/02 SLH	Examine Documents CONSIGNOR DEFECT BRIEF	.20	119.00
03/19/02 SLH	Examine Documents COTT ORDER	.10	59.50
03/19/02 SLH	Examine Documents SMP/CONSIGNOR ISSUES	.20	119.00
03/19/02 SMP	Examine Documents consignment contracts	.20	39.00
03/19/02 DJL	Examine Documents Reviewed UCC Chart	.40	78.00
03/19/02 TAP	Memo re Cott Stipulated Order	.20	45.00
03/19/02 TAP	Letter-Accountant L. Ashe re Service Providers/Consignment Issues (x4)	.30	67.50
03/21/02 DJL	Research Research re Consignment Agreements	1.20	234.00
03/21/02 TAP	Telephone Call(s) - Debtor's Attorney V. Durrer re: Consignment Agreements	.10	22.50
03/22/02 SLH	Examine Documents CONSIGNMENT DOCUMENTS	.20	119.00
03/22/02 DJL	Examine Documents Reviewed Consignment Case	.30	58.50
03/25/02 WMS	Review File Management Contract Memorandum	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 320

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 SLH	Examine Documents TAP/CONSIGNMENT DOCUMENT REVIEW	.30	178.50
03/25/02 JSF	Telephone Call(s) Gumbs of PWC re: Consignment Issus	.40	140.00
03/25/02 JSF	Examine Documents Consignment Agreements	3.20	1,120.00
03/25/02 JSF	Examine Documents Debtors' Schedule of Payments to Consignment Vendors and Inventory Amounts	2.30	805.00
03/25/02 JSF	Memo Prepare Schedule of Perfection Analysis, Consignment Agreement Review, A/P Balances and Consigned Inventory Amounts	1.50	525.00
03/25/02 JSF	Telephone Call(s) J. Griveti re: Consignment	.10	35.00
03/25/02 JTM	Examine Documents documents re: claims	.30	46.50
03/25/02 DJL	Examine Documents Reviewed Docket re Bar Date Order	.30	58.50
03/25/02 DJL	Telephone Call(s) - Debtor's Attorney Phone call with J. Wharton re Bar Date	.10	19.50
03/25/02 DJL	Examine Documents Reviewed Consignment charts	.70	136.50
03/25/02 TAP	Letter-Debtor's Attorney V. Durrer re: Consignment Agreements	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 321

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 TAP	Examine Documents w/JSF, Consignment Issues	.30	67.50
03/25/02 TAP	Telephone Call(s) - Debtor's Attorney V. Durrer re: Consignment Agreements	.10	22.50
03/25/02 TAP	Examine Documents Arden and Apothecary Consignment Agreements	.30	67.50
03/25/02 TAP	Examine Documents w/JSF review Consignment Issues	1.10	247.50
03/25/02 TAP	Telephone Call(s) - Accountant S. Gumbs re: Consignment Issues	.20	45.00
03/25/02 TAP	Telephone Call(s) - Accountant w/SLH re: Consignment Issues	.30	67.50
03/25/02 TAP	Review File Create Chart re: Consignment Vendors	3.50	787.50
03/25/02 TAP	Examine Documents Consignment Agreements	.60	135.00
03/26/02 SLH	Telephone Call(s) - Accountant W/KNOLLS RE CONSIGNMENT, ETC.	.20	119.00
03/26/02 SLH	Examine Documents JSF/TAP/CONSIGNMENT ISSUES	.20	119.00
03/26/02 ENS	Examine Documents RECLAMATION CLAIMS ANALYSIS / SLH	.60	285.00
03/26/02 ENS	Telephone Call(s) - Debtor's Attorney W/DURRER - RECLAMATION ANALYSIS - MEMO	.40	190.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 322

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 JSF	Examine Documents Consignment Schedules and Total Perfected v. Unperfected Amounts	.60	210.00
03/26/02 JSF	Examine Documents Reclamation Procedures Order	.30	105.00
03/26/02 JSF	Examine Documents Consignment Contracts	.80	280.00
03/26/02 DJL	Examine Documents Consignment Analysis	.60	117.00
03/26/02 DJL	Examine Documents Reviewed Reclamation Order	.40	78.00
03/26/02 TAP	Examine Documents consignment agreements	1.00	225.00
03/26/02 TAP	Examine Documents Revise Consignment Analysis	.80	180.00
03/26/02 TAP	Examine Documents w/SLH re: Consignment Analysis	.30	67.50
03/27/02 SLH	Correspondence TO BUTLER RE CONSIGNMENT	.20	119.00
03/27/02 SLH	Examine Documents BAR DATE	.20	119.00
03/27/02 GBR	Review of Documents BAR DATE ORDER	.20	119.00
03/28/02 CAP	Examine Documents Reports of claims	.10	15.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 323

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 JSF	Examine Documents Revised Consignment Schedule of Proposed Payments	.30	105.00
03/29/02 JSF	Telephone Call(s) E. Ivester re: Extension of Consignment Review	.10	35.00
03/29/02 JSF	Examine Documents Bar Date Order	.20	70.00
03/29/02 JTM	Examine Documents documents re: claims	.30	46.50
04/01/02 SLH	Examine Documents UNIVERSAL CLAIM	.20	119.00
04/01/02 JTM	Examine Documents documents re: claims	.30	46.50
04/01/02 TAP	Examine Documents Construction and Service Providers Order	.50	112.50
04/02/02 SLH	Review Financial Documents RECLAMATION ANALYSIS	.10	59.50
04/02/02 JSF	Memo Re: Reclamation Payments	.10	35.00
04/02/02 SMP	Examine Documents review document re: consignment (amount/perfection status)	.60	117.00
04/03/02 SLH	Examine Documents DEBTOR REPORT TO SUB C/C	.50	297.50
04/03/02 GBR	Telephone Call(s) M. FERKO RE: CLAIMS TRADING	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 324

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/03/02 TAP	Telephone Call(s) - Debtor's Attorney V. Durrer re: Consignment Agreements	.20	45.00
04/03/02 TAP	Letter-Debtor's Attorney V. Durrer re: Consignment Agreements	.30	67.50
04/03/02 TAP	Letter-Debtor's Attorney from N. Thomas re: Consignment	.10	22.50
04/04/02 TAP	Memo Re: Consignment Extension	.20	45.00
04/05/02 SLH	Examine Documents MUNGER - UNIVERSAL ISSUES	.10	59.50
04/05/02 GBR	Telephone Call(s) J. STANTON RE: CLAIMS PURCHASES	.30	178.50
04/05/02 JSF	Research Research re: Indemnification of Pre- Petition Claims	1.00	350.00
04/05/02 JSF	Examine Documents Universal Pre-Petition Claim	.20	70.00
04/08/02 JSF	Telephone Call(s) L. Ashe re: Universal Payments	.10	35.00
04/08/02 JSF	Examine Documents Consignment Agreements	.40	140.00
04/08/02 JSF	Examine Documents Universal Pre-Petition Amounts	.30	105.00
04/08/02 JSF	Examine Documents Consigned Inventory Schedule	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 325

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 TAP	Letter-Accountant L. Ashe re: Consignment	.10	22.50
04/08/02 TAP	Letter-Accountant from L. Ashe re: Universal Claims	.20	45.00
04/09/02 SLH	Examine Documents UNIVERSAL BALANCE	.10	59.50
04/09/02 JSF	Examine Documents Bar Date Order/POC Forms	.30	105.00
04/09/02 JSF	Examine Documents Additional Consignment Agreements	1.40	490.00
04/09/02 SMP	Examine Documents review documents re: vendors (payments terms)	.20	39.00
04/09/02 TAP	Diary & Docket Bar Date Order	.10	22.50
04/10/02 JSF	Examine Documents Consignment Schedule	.50	175.00
04/10/02 TAP	Memo Revise Consignment Analysis	.50	112.50
04/10/02 TAP	Examine Documents re: Consignment Claims	.50	112.50
04/10/02 TAP	Examine Documents Consignment Agreements	.80	180.00
04/10/02 TAP	Review File Vendor Return Program Order	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 326

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 SLH	Examine Documents UNIVERSAL & OTHER CONSIGNMENT AGREEMENTS	.30	178.50
04/11/02 JSF	Examine Documents Consignment Agreements - UCC Provisions	.80	280.00
04/11/02 JSF	Telephone Call(s) Del. Cases re: Consignment	.50	175.00
04/11/02 JSF	Examine Documents Consignment Schedule	.50	175.00
04/11/02 JSF	Telephone Call(s) L. Ashe re: Consignment Contracts	.10	35.00
04/11/02 JSF	Prepare Legal Papers Objection to Consignment Order	1.00	350.00
04/12/02 SLH	Examine Documents CONSIGNMENT ISSUE REVIEW	.40	238.00
04/12/02 JSF	Research Assumption of Consignment Agreement	.30	105.00
04/15/02 SLH	Examine Documents PACA NOTICES	.20	119.00
04/15/02 GBR	Review of Documents FLEMING OBJ. TO PACA REPORT	.20	119.00
04/15/02 GBR	Review of Documents HEINZ OBJ TO PACA REPORT	.10	59.50
04/15/02 GBR	Review of Documents DELTA OBJ. TO PACA REPORT	.10	59.50
04/15/02 GBR	Review of Documents EMPACADORA OBJ. TO PACA STATEMENT	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 327

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 GBR	Review of Documents WOLVERINE OBJ. TO PACA STATEMENT	.10	59.50
04/15/02 GBR	Review of Documents ALASKA CARROT OBJ. TO PACA STATEMENT	.10	59.50
04/15/02 GBR	Review of Documents CENTRAL PRODUCE OBJ. TO PACA REPORT	.10	59.50
04/15/02 GBR	Review of Documents FIVE STAR OBJ TO PACA REPORT	.10	59.50
04/15/02 JSF	Examine Documents PACA/PASA Objections	.50	175.00
04/15/02 JSF	Telephone Call(s) Dan Liberman re: Reclamation	.20	70.00
04/16/02 GBR	Telephone Call(s) UNJU RE: CLAIMS TRADING	.20	119.00
04/16/02 ENS	Examine Documents RECLAMATION REPORT/JSF	.40	190.00
04/16/02 JSF	Examine Documents Reclamation Docs from Debtors	.90	315.00
04/17/02 TAP	Review File REVIEW CONSIGNMENT AGREEMENTS	2.90	652.50
04/18/02 SLH	Examine Documents JSF/CONSIGNMENT ISSUES	.20	119.00
04/18/02 SLH	Review Financial Documents RECLAMATION MATERIAL	.30	178.50
04/18/02 JSF	Examine Documents Analysis of Consignment Agreements	1.10	385.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 328

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 JSF	Research Consignment requirements for perfection	1.50	525.00
04/18/02 TAP	Examine Documents SLH RE: CONSIGNMENT AGREEMENT	.20	45.00
04/18/02 TAP	Examine Documents CONSIGNMENT AGREEMENTS RE: TERMINATION	1.20	270.00
04/18/02 TAP	Memo CONSIGNMENT AGREEMENTS RE: TERMINATION	2.30	517.50
04/18/02 TAP	Research CONSIGNMENT ISSUES RE: ASSUMPTION OF AGREEMENT	.80	180.00
04/19/02 JSF	Examine Documents Additional Objections to PACA Report	.30	105.00
04/19/02 JSF	Prepare Legal Papers Limited Objection to Consignment Order	2.00	700.00
04/19/02 JSF	Examine Documents Consignment Motion and Interim Order	1.30	455.00
04/19/02 JSF	Research Payments to Consignment Vendors	.40	140.00
04/21/02 JSF	Prepare Legal Papers Objection to Consignment Order	1.80	630.00
04/21/02 JSF	Research Doctrine of Necessity	1.70	595.00
04/21/02 TAP	Prepare Legal Papers COMMITTEE OBJECTION TO CONSIGNMENT	1.70	382.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 329

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/21/02 TAP	Research RE: CONSIGNMENT	.90	202.50
04/21/02 TAP	Research RE: "NECESSITY OF PAYMENT" DOCTRINE	1.50	337.50
04/22/02 SLH	Examine Documents CASE DISPUTES	.20	119.00
04/22/02 GBR	Prepare Papers OBJ. TO CONSIGNMENT MOTION	1.30	773.50
04/22/02 JSF	Correspondence PACA Report Objections to L. Ashe	.30	105.00
04/22/02 TAP	Prepare Legal Papers W/ JSF CONSIGNMENT OBJECTION	.30	67.50
04/22/02 MIR	Examine Documents reviewed PACA objections	.80	124.00
04/23/02 SLH	Examine Documents TRAVELERS SEAL PLEADING	.20	119.00
04/23/02 SLH	Examine Documents GBR/CONSIGNMENT OBJECTION	.20	119.00
04/23/02 SLH	Examine Documents OBJECTION TO CONSIGNMENT	.30	178.50
04/23/02 SLH	Examine Documents TAP/CONSIGNMENT OBJECTION	.20	119.00
04/23/02 JSF	Conference out of Office KPMG re: Consignment	.80	280.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 330

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 JSF	Research RE: Doctrine of Necessity re: CONSIGNMENT	1.30	455.00
04/23/02 JSF	Examine Documents Consignment Objection	.60	210.00
04/23/02 TAP	Examine Documents w/JSF, Consignment Issues	.20	45.00
04/23/02 TAP	Memo re: Consignment Agreements	1.20	270.00
04/24/02 SLH	Telephone Call(s) - Accountant W/KNOLL RE CONSIGNMENT	.20	119.00
04/24/02 GBR	Conference Out of Office W/ J. BUTLER, J. KELLEY, ET AL RE: CONSIGNMENT MOTION	.70	416.50
04/24/02 GBR	Prepare Papers CONSIGNMENT OBJECTION	1.30	773.50
04/24/02 JSF	Conference out of Office Meeting with Debtors re: Consignment	.70	245.00
04/24/02 JSF	Examine Documents Consignment Payments Schedules/Finance Committee	.40	140.00
04/24/02 SMP	Conference out of Office W/ Debtors re: consignment issues	.80	156.00
04/24/02 TAP	Prepare Legal Papers REVISE CONSIGNMENT OBJECTION	5.20	1,170.00
04/24/02 TAP	Review File CONSIGNMENT AGREEMENTS	.50	112.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 331

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/24/02 TAP	Review File CONSIGNMENT MOTION AND ORDER	.50	112.50
04/24/02 TAP	Review File TRANSCRIPT OF 1/22/02 HEARING RE: CONSIGNMENT	.60	135.00
04/25/02 SLH	Examine Documents CONSIGNMENT MATERIAL	.20	119.00
04/25/02 JSF	Examine Documents Revised Consignment Objection Deadline	.20	70.00
04/25/02 TAP	Correspondence J. Kelley re: Consignment payments	.30	67.50
04/25/02 TAP	Correspondence R. Schrock re: Consignment agreements	.30	67.50
04/25/02 MIR	Examine Documents review of objections under PACA/PASA for JSF	1.10	170.50
04/25/02 MIR	Memo-File chart outlining objections under PACA/PASA	.70	108.50
04/26/02 GBR	Telephone Call(s) P. PERGOLISI RE: CONTINGENT CLAIMS	.20	119.00
04/26/02 GBR	Telephone Call(s) K. PRICE RE: CLAIMS TRADING	.20	119.00
04/26/02 JSF	Prepare Legal Papers Revisions to Limited Objection to Consignment	1.70	595.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 332

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/26/02 TAP	Letter-Creditor's Attorney R. Schrock re: consignment agreements	.30	67.50
04/26/02 TAP	Prepare Legal Papers revise consignment objection	.90	202.50
04/29/02 SLH	Examine Documents TAP/CONSIGNMENT OBJECTION	.20	119.00
04/29/02 SLH	Correspondence TO C/C RE CONSIGNMENT	.20	119.00
04/29/02 GBR	Telephone Call(s) J. BUTLER RE: CONSIGNMENT PROGRAM	.10	59.50
04/29/02 GBR	Telephone Call(s) L. ASHE RE: CONSIGNMENT PAYMENTS	.20	119.00
04/29/02 JSF	Prepare Legal Papers Objection to Consignment Order	3.20	1,120.00
04/29/02 JSF	Examine Documents Interim Order re: Consignment Payments	.20	70.00
04/29/02 JSF	Examine Documents Reclamation Letter	.30	105.00
04/29/02 DJL	Prepare Legal Papers Reviewed and Revised Consignment Objection - Factual background check	.70	136.50
04/29/02 TAP	Prepare Legal Papers Revise consignment objection	3.20	720.00
04/30/02 SLH	Examine Documents W/LATTIG RE CONSIGNMENT	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 333

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/02 SLH	Examine Documents CONSIGNMENT REPORT/GBR	.20	119.00
04/30/02 GBR	Telephone Call(s) M. KNOLL RE: CONSIGNMENT SCHEDULES	.20	119.00
04/30/02 GBR	Telephone Call(s) L. HIESTAND RE: CONSIGNMENT PROGRAM	.30	178.50
04/30/02 JSF	Examine Documents Review and Revise Objection to Consignment	1.80	630.00
04/30/02 TAP	Prepare Legal Papers REVISE CONSIGNMENT OBJECTION FOR DISTRIBUTION TO C/C	3.60	810.00
TOTAL PHASE 34		268.30	\$ 81,834.00

Phase: 35	Fee/Employment Objections
-----------	---------------------------

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/03/02 DJL	Examine Documents Reviewed motion re retention of Trumbull as notice and claims agent	.50	97.50
02/03/02 DJL	Memo Summary of motion re retention of Trumbull as notice and claims agent	.50	97.50
02/04/02 GBR	Telephone Call(s) P. THORNER RE: RETAIL CONSULTANT	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 334

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 DJL	Examine Documents Reviewed Application and Affidavit for retention of Skadden	1.40	273.00
02/04/02 DJL	Memo Preparation of summary of Skadden's application and affidavit	1.10	214.50
02/04/02 DJL	Examine Documents Reviewed Application and Affidavit for retention of PricewaterhouseCoopers	1.10	214.50
02/04/02 DJL	Memo-File Summary of PWC's application and affidavit	1.00	195.00
02/04/02 DJL	Examine Documents Reviewed Application and Affidavit of RGA	.90	175.50
02/04/02 DJL	Memo-File Summary of RGA retention papers	.90	175.50
02/04/02 DJL	Examine Documents Reviewed Application and Affidavit of retention of Dresdner Kleinwort Wasserstein	1.20	234.00
02/04/02 DJL	Memo-File Summary of Dresdner's application for retention	1.20	234.00
02/04/02 DJL	Examine Documents Reviewed Trumbull's retention papers	.60	117.00
02/04/02 DJL	Memo-File Summary of Trumbull's retention papers	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 335

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/02 SLH	Examine Documents TRUMBULL MOTION	.20	119.00
02/05/02 DJL	Examine Documents Review of Trumbull motion	.80	156.00
02/05/02 DJL	Memo Summary of Trumbull motion	.70	136.50
02/05/02 DHB	Examine Documents Review of Retention of Debtor's Professionals	.40	118.00
02/07/02 JSF	Examine Documents SKADDEN CONFLICTS	.50	175.00
02/07/02 JSF	Examine Documents Ordinary Course Professional Caps	.70	245.00
02/07/02 DJL	Examine Documents Reviewed Ordinary Course Professionals motion and order	.80	156.00
02/07/02 DJL	Memo Summary of ordinary course professionals	.90	175.50
02/08/02 GBR	Review of Documents WASSERSTEIN ENGAGEMENT LETTER	.50	297.50
02/08/02 GBR	Telephone Call(s) H. MILLER RE: WASSERSTEIN RETENTION	.40	238.00
02/08/02 GBR	Telephone Call(s) RE: INVESTMENT BANKER RETENTIONS	.20	119.00
02/08/02 CAP	Examine Documents OSH&R and Nighingale presentations to cc members	.20	31.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 336

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 LM	Telephone Call(s) - Accountant H. Miller, Wasserstein re: engagement	.30	118.50
02/08/02 LM	Examine Documents Wasserstein retention materials	1.30	513.50
02/08/02 DJL	Prepare Legal Papers Debtors' professionals retention papers	.70	136.50
02/10/02 LM	Telephone Call(s) - Accountant D. Walker, Wasserstein, re: fee issues	.30	118.50
02/10/02 LM	Examine Documents chart of comp. investment banker fees	.40	158.00
02/10/02 SMP	Examine Documents Review employment agreement of R. Hutchison.	1.80	351.00
02/10/02 SMP	Memo Draft summary of R. Hutchison employment agreement.	.70	136.50
02/11/02 GBR	Review of Documents WASSERSTEIN PROPOSED ORDER	.20	119.00
02/11/02 GBR	Telephone Call(s) R. HAHN (2X) RE: WASSERSTEIN RETENTION	.30	178.50
02/11/02 GBR	Examine Documents RE: WASSERSTEIN MOTION	.10	59.50
02/11/02 GBR	Telephone Call(s) M. KNOLL RE: RETENTION MOTIONS	.20	119.00
02/11/02 GBR	Review of Documents WASSERSTEIN RETENTION APP.	.60	357.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 337

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 LM	Examine Documents Revised Wasserstein retention order	.10	39.50
02/11/02 LM	Telephone Call(s) - Accountant D. Walker, Wasserstein re: retention terms	.30	118.50
02/11/02 LM	Review File re: Wasserstein retention issues	.40	158.00
02/11/02 LM	Memo-File re: Wasserstein retention	.30	118.50
02/11/02 JSF	Examine Documents Wasserstein Changes to Fee Structure	.30	105.00
02/11/02 DJL	Examine Documents Reviewed Trustee Objection to Retention of Dresdner	.40	78.00
02/11/02 DHB	Examine Documents Review and Analysis of PWC Retention Application	.60	177.00
02/11/02 DHB	Examine Documents Review and Analysis of Rockwood Gemini Retention Application	.60	177.00
02/11/02 DHB	Research Legal Research re: Retention Issues	1.60	472.00
02/11/02 DHB	Examine Documents Review and Analysis of Ordinary Course Professionals Motion	.60	177.00
02/11/02 DHB	Examine Documents Review and Analysis of Retention of Attorneys	.60	177.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 338

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 SLH	Examine Documents DrKW FEE ANALYSIS	.20	119.00
02/12/02 CAP	Examine Documents Ordinary Course Professional Affidavit, notices of appearances, correspondence, memos	.30	46.50
02/12/02 LM	Examine Documents UST objection to Wasserstein retention	.20	79.00
02/12/02 LM	Memo-File re: modifications to Wasserstein deal	.30	118.50
02/12/02 LM	Review File Wasserstein retention	.30	118.50
02/12/02 LM	Review File re: underwriting fees for Wasserstein	.30	118.50
02/12/02 LM	Correspondence to D. Walker, Wasserstein re: underwriting fees	.20	79.00
02/12/02 JSF	Examine Documents Skadden Retention Papers	.30	105.00
02/13/02 JSF	Examine Documents Skadden Retention Application	.20	70.00
02/13/02 SMP	Memo Review and summarize employment agreements	2.30	448.50
02/13/02 DJL	Examine Documents Reviewed ordinary course professional motion and order	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 339

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 JSF	Examine Documents Jones Day Retention Papers	.20	70.00
02/15/02 JSF	Examine Documents Wasserstein Fee Structure - Comps	.40	140.00
02/19/02 GBR	Review of Documents ORDINARY COURSE PROFESSIONALS AFFTS.	.30	178.50
02/19/02 DJL	Examine Documents Reviewed Clerk assistance motion	.30	58.50
02/19/02 DJL	Memo Summary re Clerk assistance motion	.30	58.50
02/20/02 GBR	Examine Documents RE: WASSERSTEIN RULING	.40	238.00
02/20/02 CAP	Examine Documents retention applications and notices	.20	31.00
02/20/02 SMP	Examine Documents Review documents re: guidelines for field compensation	.20	39.00
02/21/02 SLH	Examine Documents WASSERSTEIN DECISION	.40	238.00
02/21/02 SLH	Memo RE WASSERSTEIN DECISION	.10	59.50
02/21/02 GBR	Review of Documents ABACUS RETENTION MOTION	.30	178.50
02/21/02 JSF	Research Indemnity of Investment Bankers	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 340

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 JSF	Examine Documents Wasserstein Decision	.20	70.00
02/22/02 GBR	Review of Documents ABACUS RETENTION MOTION	.30	178.50
02/22/02 GBR	Review of Documents WASSERSTEIN DECISION	.30	178.50
02/22/02 DJL	Examine Documents Abacus Application	1.20	234.00
02/24/02 JSF	Examine Documents E&Y Application and Affidavit	1.20	420.00
02/24/02 JSF	Memo Re: E&Y Retention	.40	140.00
02/24/02 TAP	Examine Documents Jones Day Retention Application	.40	90.00
02/24/02 TAP	Memo re: Jones Day Retention Application	.20	45.00
02/25/02 JSF	Telephone Call(s) V. Durrer re: Retention of Ordinary Course Professionals	.20	70.00
02/25/02 SMP	Examine Documents Review documents re: Wasserstein retention.	.30	58.50
02/25/02 DJL	Examine Documents Reviewed Application of Policano and Manzo	1.10	214.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 341

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 DJL	Memo Memo re Application of Policano and Manzo	1.10	214.50
02/26/02 SLH	Examine Documents ORDINARY COURSE PROFESSIONALS	.10	59.50
02/26/02 SLH	Examine Documents WASSERSTEIN ORDER AND MATERIAL	.30	178.50
02/26/02 SMP	Minutes of Creditors Committee Meeting Draft, review, revise minutes.	2.90	565.50
02/26/02 DJL	Examine Documents Reviewed Supplemental Application and Affidavit of the retention of Dresdner	1.50	292.50
02/26/02 DJL	Examine Documents Judge's ruling re Dresdner Application	.90	175.50
02/26/02 DJL	Examine Documents Dresdner's proposed order	.40	78.00
02/26/02 DJL	Memo re proposed order	.70	136.50
02/26/02 TAP	Examine Documents DrKW Supplemental Statement	.20	45.00
03/01/02 SLH	Examine Documents W/EISENBERG RE PWC RETENTION	.20	119.00
03/02/02 JSF	Examine Documents Wassserstein Supplement	.40	140.00
03/03/02 GBR	Review of Documents REVISED WASSERSTEIN APPLICATION	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 342

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 WMS	Review File Retention Papers	.40	238.00
03/04/02 GBR	Review of Documents UST OBJ. TO WASSERSTEIN RETENTION	.30	178.50
03/04/02 JSF	Examine Documents Trustee Statement and Debtors' Response re: DRKW	.40	140.00
03/04/02 DJL	Research Research re Rule 9024	1.00	195.00
03/04/02 DJL	Examine Documents Reviewed U.S. Trustee objection to DrKW supplemental submission	1.00	195.00
03/04/02 DJL	Memo Summary of U.S. Trustee objection to DrKW supplemental submission	.80	156.00
03/04/02 DJL	Examine Documents Reviewed Debtors response to Trustee's objection to DrKW	.80	156.00
03/04/02 DJL	Memo Summary of Debtors response to Trustee's objection to DrKW	.60	117.00
03/05/02 JSF	Examine Documents Jones Day Supplemental Affidavit	.20	70.00
03/05/02 DJL	Examine Documents Reviewed KPMG papers	.60	117.00
03/06/02 EMA	Examine Documents various statements of ordinary course professionals	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 343

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 JSF	Examine Documents DrKW Retention Interim Order	.20	70.00
03/08/02 GBR	Review of Documents OCP Affidavits	.30	178.50
03/08/02 GBR	Review of Documents Fee Review CC Motion	.30	178.50
03/08/02 ENS	Examine Documents Fee Review Motion	.40	190.00
03/08/02 ENS	Telephone Call(s) - Debtor's Attorney with Ivester -Fee Review Motion	.20	95.00
03/11/02 GBR	Review of Documents Ordinary Course Professionals Affts.	.30	178.50
03/11/02 GBR	Review of Documents Howard & Howard FEB Invoice	.30	178.50
03/11/02 EMA	Examine Documents various notices re ordinary course professionals	.60	93.00
03/11/02 EMA	Examine Documents various expense requests re committee members	.40	62.00
03/12/02 EMA	Examine Documents various motions re ordinary course professionals	.60	93.00
03/13/02 WMS	Review File Employment Documents	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 344

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 JSF	Examine Documents Howard & Howard - Ordinary Course Professional Bill	.20	70.00
03/14/02 JSF	Examine Documents Formation of Joint Fee Review Committee	.20	70.00
03/14/02 JSF	Examine Documents Ordinary Course Professionals	.20	70.00
03/14/02 DJL	Examine Documents Reviewed US Trustee's reply to DrKW retention	1.00	195.00
03/14/02 DJL	Memo Summary of US Trustee's reply	1.00	195.00
03/15/02 DJL	Memo Revisions to DrKW retention summary	.70	136.50
03/18/02 SLH	Examine Documents CHICAGO PARTNERS FEES	.20	119.00
03/18/02 EMA	Examine Documents various motions re ordinary course professionals	.50	77.50
03/19/02 ENS	Examine Documents STATEMENTS - ORD COURSE PROF	.20	95.00
03/20/02 PF	Review/correct Memorandum RE: CONAWAY CONTRACT	.40	206.00
03/20/02 ENS	Examine Documents ABACUS MONTHLY STATEMENT	.10	47.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 345

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 EMA	Examine Documents various affidavits of ordinary course professionals	.60	93.00
03/22/02 SMP	Research research re: Buck Consultants retention	.40	78.00
03/22/02 SMP	Telephone Call(s) call to N. Scaravalli re: Buck retention order	.20	39.00
03/25/02 EMA	Examine Documents various affidavits of ordinary course professionals	.80	124.00
03/25/02 JSF	Examine Documents JA&A Agreement	.30	105.00
03/25/02 SMP	Examine Documents Review order re: joint fee committee	.10	19.50
03/25/02 DJL	Prepare Charts Ordinary Course Professional Chart	.60	117.00
03/26/02 GBR	Examine Documents WASSERSTEIN DECISION	.20	119.00
03/27/02 SLH	Examine Documents WASSERSTEIN RETENTION MATERIAL	.10	59.50
03/27/02 EMA	Examine Documents chart of ordinary course professionals	.40	62.00
03/28/02 SLH	Examine Documents WASSERSTEIN DECISION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 346

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 CAP	Examine Documents Retention applications, notices, real estate consulting agmt	.50	77.50
03/28/02 EMA	Examine Documents various affidavits of ordinary course professionals	.40	62.00
03/28/02 JSF	Telephone Call(s) P. Chow re: Buck Retention	.10	35.00
03/29/02 SLH	Examine Documents PWC BILL	.10	59.50
03/29/02 JSF	Examine Documents Grant Law Firm Ordinary Course Professional	.10	35.00
03/29/02 JSF	Examine Documents PWC Ordinary Course Fee Statement	.20	70.00
04/01/02 SLH	Examine Documents PWC, E&Y, POLICANO FEES	.40	238.00
04/01/02 JTM	Examine Documents retention documents	.30	46.50
04/01/02 TAP	Examine Documents w/JSF re: Fee review process	.20	45.00
04/01/02 TAP	Memo re: Various Fee Statements of Ordinary Course Professional	.80	180.00
04/02/02 EMA	Examine Documents affidavits of ordinary course professionals	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 347

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 SLH	Examine Documents DJM MOTION	.20	119.00
04/04/02 GBR	Review of Documents J. ALIX MOTION	1.20	714.00
04/04/02 EMA	Examine Documents work on ordinary course professionals chart	1.20	186.00
04/04/02 EMA	Review File various motions re retention of DJM assoc., JA assoc	.60	93.00
04/04/02 JSF	Examine Documents Motion re: Jay Alix Agreement	1.40	490.00
04/04/02 TAP	Examine Documents Motion to retain DJM	.50	112.50
04/04/02 TAP	Memo re: Motion to retain DJM	.60	135.00
04/04/02 MIR	Review File retention of professionals	.40	62.00
04/05/02 EMA	Prepare Charts work on ordinary course professional chart	.80	124.00
04/05/02 JSF	Examine Documents DJM Retention Motion	.30	105.00
04/08/02 EMA	Prepare Charts work on ordinary course professionals chart	.60	93.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 348

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 DJL	Memo Prepared Fee Summary	2.80	546.00
04/08/02 DJL	Examine Documents Reviewed PricewaterhouseCoopers Monthly Statement	1.40	273.00
04/08/02 DJL	Examine Documents Reviewed Jones Day Monthly Statement	1.00	195.00
04/08/02 DJL	Examine Documents Reviewed Policano & Manzo Statement	.90	175.50
04/08/02 DJL	Examine Documents Reviewed Ernst & Young Statement	.90	175.50
04/08/02 DJL	Examine Documents Reviewed Abacus Statement	.40	78.00
04/08/02 MIR	Examine Documents retentions	.60	93.00
04/09/02 EMA	Examine Documents work on chart of ordinary course professionals	1.20	186.00
04/09/02 JSF	Examine Documents Fee Summaries	.50	175.00
04/09/02 JTM	Examine Documents monthly fee statements	.30	46.50
04/09/02 DJL	Memo Prepared Fee Summary	3.10	604.50
04/09/02 DJL	Memo Reviewed and Revised Summary	1.10	214.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 349

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/09/02 DJL	Examine Documents Howard & Howard Statement	.90	175.50
04/09/02 DJL	Examine Documents Foley & Lardner Statement	.90	175.50
04/09/02 DJL	Examine Documents Dickinson Wright Statement	1.00	195.00
04/09/02 DJL	Examine Documents PWC Tax and Audit Statements	1.00	195.00
04/09/02 DJL	Examine Documents Chicago Partners Statement	.50	97.50
04/09/02 DJL	Examine Documents Ten Eyck Associates Statement	.50	97.50
04/10/02 SLH	Examine Documents WINSTON STRAWN, ETC. FEES	.20	119.00
04/10/02 EMA	Examine Documents re: ordinary course professionals	.70	108.50
04/10/02 DJL	Prepare Charts Prepared Fee Chart	1.90	370.50
04/11/02 GBR	Review of Documents HONIGMAN DECLARATION	.10	59.50
04/11/02 GBR	Review of Documents WASSERSTEIN CORRECTION MOTION	.30	178.50
04/11/02 GBR	Memo RE: J. ALIX REVISED ENGAGEMENT	.40	238.00
04/11/02 GBR	Review of Documents FOLEY & LARDNER FEB BILL	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 350

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 EMA	Prepare Charts work on chart of ordinary course professionals	2.40	372.00
04/11/02 JSF	Examine Documents Professional Fee Statements - Debtors and Commitees' Professionals and Ordinary Course Professionals	.50	175.00
04/11/02 DJL	Examine Documents Reviewed Revised Foley & Lardner bill	.50	97.50
04/11/02 DJL	Prepare Charts Revisions to Fee Chart	.30	58.50
04/11/02 DJL	Examine Documents Winston & Strawn Bill	.90	175.50
04/11/02 DJL	Telephone Call(s) - Debtor's Attorney Phone call with J. Wharton re Abacus and Skadden Monthly Fee Statement	.20	39.00
04/11/02 DJL	Examine Documents Reviewed DrKW Motion re Amended Order	.80	156.00
04/11/02 DJL	Examine Documents Summary of DrKW Motion	.80	156.00
04/12/02 SLH	Examine Documents WASSERSTEIN ORDER	.20	119.00
04/12/02 SLH	Examine Documents FEE REVIEW	.20	119.00
04/12/02 EMA	Prepare Charts chart re ordinary course professionals	.80	124.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 351

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 DJL	Examine Documents re Winston Fees	.20	39.00
04/12/02 DJL	Telephone Call(s) - Debtor's Attorney Phone Call with Joe Wharton re Key Ordinary Course Professionals	.10	19.50
04/12/02 DJL	Examine Documents Reviewed Ordinary Course Professionals Order	.30	58.50
04/12/02 DJL	Examine Documents Reviewed Key Ordinary Course Professional Supplement	.30	58.50
04/12/02 DJL	Memo Revised Fee Summary	1.10	214.50
04/12/02 DJL	Examine Documents Reviewed DrKW Engagement Letter	.50	97.50
04/12/02 DJL	Memo DrKW Summary	.20	39.00
04/15/02 SLH	Examine Documents TRANSAMERICA PLEADING AND BILL	.10	59.50
04/15/02 SLH	Examine Documents FEE REVIEW	.20	119.00
04/15/02 GBR	Review of Documents ORDINARY COURSE AFFIDAVITS	.40	238.00
04/15/02 EMA	Examine Documents work on ordinary course professionals chart	1.20	186.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 352

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 JSF	Examine Documents Review of Professional Fee Statements and Ordinary Course Professionals	.60	210.00
04/15/02 DJL	Memo Revise Fee Summary	.90	175.50
04/15/02 DJL	Prepare Charts Revise Fee Chart	.20	39.00
04/16/02 SLH	Examine Documents DJL/FEES	.20	119.00
04/16/02 EMA	Examine Documents chart re ordinary course professionals	.80	124.00
04/16/02 DJL	Memo Memo re monthly fees	.70	136.50
04/16/02 DJL	Memo Revisions re memo	.60	117.00
04/16/02 DJL	Examine Documents re fees w/ SLH	.20	39.00
04/17/02 DJL	Telephone Call(s) - Debtor's Attorney J. Wharton re Abacus	.10	19.50
04/17/02 DJL	Letter-creditor Re: Monthly Fee Summary	1.20	234.00
04/18/02 EMA	Examine Documents review and continue chart of ordinary course professionals	.80	124.00
04/19/02 JSF	Examine Documents KPMG Supplemental Affidavit	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 353

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 GBR	Review of Documents UST OBJ. TO J. ALIX RETENTION	.30	178.50
04/22/02 ENS	Examine Documents RE - BUDGET PREP	.30	142.50
04/22/02 EMA	Prepare Charts work on ordinary course professional chart	.70	108.50
04/22/02 DJL	Prepare Charts Fee Chart	.30	58.50
04/22/02 DJL	Examine Documents Committee Reimbursement Expense Forms	.50	97.50
04/23/02 EMA	Prepare Charts work on ordinary course professionals CHART	.60	93.00
04/23/02 MIR	Examine Documents retention of ordinary course professionals	.50	77.50
04/25/02 ENS	Miscellaneous BUDGET PREP	.20	95.00
04/25/02 DJL	Telephone Call(s) - Debtor's Attorney W/ Joe Wharton re Skadden Bill	.10	19.50
04/26/02 PF	Examine Documents TRANSCRIPT/4/24 HEARING	.60	309.00
04/26/02 EMA	Examine Documents work on ordinary course professionals	.80	124.00
04/26/02 MIR	Examine Documents fee applications/statements	.90	139.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 354

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/28/02 DJL	Examine Documents review and summarize fee statement of Ten Eyck	.60	117.00
04/29/02 SLH	Examine Documents CHICAGO PARTNER FEES	.20	119.00
04/29/02 SLH	Examine Documents FEE REVIEW PROTOCOL	.30	178.50
04/29/02 GBR	Review of Documents CHICAGO PARTNERS INVOICE	.20	119.00
04/29/02 GBR	Review of Documents F. PERLMAN RE: FEE PROTOCOL	.20	119.00
04/29/02 GBR	Prepare Papers FEE REVIEW PROTOCOL	.70	416.50
04/29/02 GBR	Review of Documents DEBTORS' PROF FEE APPS	.30	178.50
04/29/02 ENS	Examine Documents COMDISCO BUDGET PROTOCOL	.30	142.50
04/29/02 ENS	Examine Documents RE - PREP - BUDGET PROTOCOL	.70	332.50
04/29/02 JSF	Examine Documents DrKw Supplemental Disclosure	.30	105.00
04/29/02 JSF	Examine Documents Chicago Partners Statement	.10	35.00
04/29/02 JSF	Research Retention of Professional/Employee - Court Approval	.90	315.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 355

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/02 DJL	Memo Preparation of Summary re April fees statements of retained professionals	.80	156.00
04/29/02 DJL	Examine Documents Reviewed Fee Statement re Chicago Partners	.30	58.50
04/30/02 GBR	Review of Documents SKADDEN JAN BILL	.30	178.50
04/30/02 GBR	Review of Documents FOLEY & LARDNER BILL	.10	59.50
04/30/02 GBR	Review of Documents DICKINSON WRIGHT BILL	.10	59.50
04/30/02 GBR	Review of Documents PWC - TAX BILL	.20	119.00
04/30/02 GBR	Review of Documents SKADDEN FEB BILL	.30	178.50
04/30/02 ENS	Examine Documents RE - BUDGET PROTOCOL PREP	.80	380.00
04/30/02 JSF	Examine Documents Skadden January/February Statements	.30	105.00
04/30/02 JSF	Examine Documents Ordinary Course Professional Retention Update	.30	105.00
04/30/02 DJL	Examine Documents Skadden bill	.90	175.50
04/30/02 DJL	Examine Documents Chicago Partners March Bill	.80	156.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 356

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/02 DJL	Examine Documents PWC March Bill	.70	136.50
04/30/02 DJL	Examine Documents Foley and Lardner March Fee Statement	.90	175.50
04/30/02 DJL	Memo memo re fees of retained professionals	.90	175.50
04/30/02 DJL	Telephone Call(s) - Debtor's Attorney W/ P Chow re Skadden Bill	.20	39.00
TOTAL PHASE 35		143.60	\$ 38,405.00

Phase: 36

Employee Benefits/Pension/General Labor

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
01/31/02 GBR	Conference Out of Office W/J. BUTLER RE: FIRST DAY & RETENTION MOTIONS	1.10	654.50
01/31/02 GBR	Conference Out of Office W/ACI & KPMG RE: 2/7 AGENDA, RETENTION, ETC.	2.30	1,368.50
01/31/02 TAP	Examine Documents Adamson Agreement Assumption Motion	1.20	270.00
01/31/02 TAP	Examine Documents Senior Executive Agreement Assumption Motion	1.50	337.50
02/01/02 GBR	Telephone Call(s) E. IVESTER RE: RETENTION PROGRAM	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 357

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/02 GBR	Examine Documents EMPLOYEE RETENTION PLAN	2.00	1,190.00
02/01/02 JSF	Examine Documents Employee Retention Program	2.00	700.00
02/02/02 SLH	Examine Documents KERP REPORT	.10	59.50
02/02/02 TAP	Examine Documents Prepetition Employee Wage/Benefit Motion/Order	.80	180.00
02/02/02 TAP	Memo Re: Adamson Services Assumption Motion/Order	.90	202.50
02/02/02 TAP	Memo re: Senior Executive Agmt Assumption	1.30	292.50
02/03/02 TAP	Examine Documents Key Employee Retention Plan Motion/Order	1.00	225.00
02/03/02 TAP	Memo Re: KERP Motion/Order	1.30	292.50
02/03/02 TAP	Correct Papers Revise Adamson Memo	.60	135.00
02/04/02 WMS	Review File KERP Program	.40	238.00
02/04/02 GBR	Telephone Call(s) M. KNOLL RE: RETENTION PROGRAM	.40	238.00
02/04/02 GBR	Examine Documents RE: 2/13 OMNIBUS	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 358

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/04/02 GBR	Examine Documents RETENTION MOTIONS	.20	119.00
02/04/02 TAP	Examine Documents Key Employee Retention Program Motion	.70	157.50
02/04/02 TAP	Memo re: KERP Motion	.90	202.50
02/05/02 WMS	Review File KERP/Buck Report	.40	238.00
02/05/02 SLH	Review Financial Documents KERP DOCUMENTS	.30	178.50
02/05/02 GBR	Conference Out of Office W/M. COOPER, R. EDWARDS RE: RETENTION	.40	238.00
02/05/02 JSF	Telephone Call(s) M. Knoll re: Employee Retention	.10	35.00
02/05/02 DJL	Examine Documents employment motions	.60	117.00
02/05/02 TAP	Review File Prepetition wages motion and order	.60	135.00
02/05/02 DHB	Examine Documents Review Key Employees Retention Plan	.40	118.00
02/05/02 DHB	Examine Documents Review of Employment Contracts	.40	118.00
02/06/02 WMS	Exam. of Documents KERP/Business Retention	.90	535.50
02/06/02 SLH	Conference(s) in Office W/KPMG RE KERP, MISCELLANEOUS	1.50	892.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 359

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/02 GBR	Prepare Papers REVISE KERP PROGRAM	.40	238.00
02/06/02 GBR	Review of Documents SEVERANCE & WAGE ORDER	.30	178.50
02/06/02 GBR	Telephone Call(s) E. IVESTER RE: KERP MOTION	.20	119.00
02/06/02 GBR	Telephone Call(s) M. COOPER RE: KERP MOTION	.20	119.00
02/06/02 GBR	Telephone Call(s) S. TETRO RE: KERP MOTION	.20	119.00
02/06/02 GBR	Conference(s) In Office W/KPMG RE: RETENTION, CC AGENDA	1.50	892.50
02/06/02 GBR	Telephone Call(s) P. HARNER RE: KERP MOTION	.40	238.00
02/06/02 GBR	Telephone Call(s) M. KNOLL RE: RETENTION PLAN	.40	238.00
02/06/02 GBR	Telephone Call(s) P. PANTALEO RE: KERP MOTION, LC MOTION	.40	238.00
02/06/02 PF	Examine Documents DEBTORS' RETENTION PLAN	.60	309.00
02/06/02 PF	Conference(s) re Legal Papers W/KPMG/DEBTORS' RETENTION PLAN	.50	257.50
02/06/02 JSF	Telephone Call(s) M. Knoll re: KERP	.30	105.00
02/06/02 JSF	Examine Documents BUCK REPORT	1.50	525.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 360

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/02 JSF	Conference(s) in Office Meeting with KPMG re: KERP	1.50	525.00
02/06/02 TAP	Research re: 7th Cir policy on allocation of severance pre and post-petition	2.30	517.50
02/07/02 GBR	Review of Documents ADAMSON MOTION	.20	119.00
02/07/02 GBR	Review of Documents EMPLOYMENT CONTRACT MOTION	.70	416.50
02/07/02 GBR	Review of Documents KERP MOTION	.40	238.00
02/07/02 PF	Examine Documents RETENTION MOTION ISSUES	1.30	669.50
02/07/02 JAB	Examine Documents Motion re: Approval of SR Mgt Employment Agreements and Related Contracts	1.20	510.00
02/07/02 JSF	Examine Documents Issues re: Adamson Contract	.40	140.00
02/07/02 JSF	Examine Documents Sr. Management Employment Issues	.50	175.00
02/07/02 SMP	Examine Documents Review documents re: KERP and Employment Agreements.	.30	58.50
02/07/02 DHB	Research Review of Debtors' Professionals Issues	1.20	354.00
02/08/02 SLH	Examine Documents UNITE OBJECTION ON CONTRACTS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 361

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 GBR	Telephone Call(s) KERP DEPOSITIONS	.10	59.50
02/08/02 GBR	Examine Documents KERP DISCOVERY	.20	119.00
02/08/02 GBR	Review of Documents ADAMSON CONTRACT	.60	357.00
02/08/02 GBR	Review of Documents SENIOR MANAGEMENT EMPLOYMENT CONTRACT	.70	416.50
02/08/02 GBR	Telephone Call(s) C. WILLIAMS RE: KERP PROGRAM	.30	178.50
02/08/02 GBR	Telephone Call(s) L. LATTIG RE: KERP DOC PROD	.30	178.50
02/08/02 GBR	Telephone Call(s) E. IVESTER RE: EMPLOYMENT CONTRACT, KERP	.30	178.50
02/08/02 GBR	Telephone Call(s) CONF CALL RE: KERP, CONTRACTS, LICENSES	1.50	892.50
02/08/02 GBR	Telephone Call(s) L. LATTIG RE: KERP ANALYSIS	.30	178.50
02/08/02 PF	Examine Documents RE: EMPLOYMENT CONTRACTS; LOWER TIERS- RETENTION ISSUES	1.60	824.00
02/08/02 CAP	Examine Documents Motions regarding key employee retention program, employee benefits program	.20	31.00
02/08/02 CAP	Examine Documents various employment agreements	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 362

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 JAB	Examine Documents Key Employee Retention Plan	.40	170.00
02/08/02 JAB	Examine Documents Employee Benefits Program	.40	170.00
02/08/02 JSF	Examine Documents Vendor Motions/KERP/Employment Contracts	1.50	525.00
02/08/02 JSF	Examine Documents Memo re: Adamson Contract	.30	105.00
02/08/02 JSF	Examine Documents Ordinary Course Professionals - Cap on Expenses	.30	105.00
02/08/02 SMP	Examine Documents Review notice, motion, and order re: the employment J. Adamson.	.60	117.00
02/08/02 SMP	Examine Documents Review employment agreement for J. Adamson.	1.70	331.50
02/08/02 SMP	Memo Draft summary of employment agreement for J. Adamson.	1.90	370.50
02/08/02 SMP	Telephone Call(s) - Creditor's Atty/Rep Teleconference re: compensation issues.	.90	175.50
02/08/02 SMP	Memo Review and revise memo re: J. Adamson employment agreement.	.80	156.00
02/08/02 SMP	Examine Documents Review upcoming issues and motions incl. KERP issues w/ SLH, GBR.	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 363

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/08/02 DJL	Examine Documents Adamson Agreement	.30	58.50
02/10/02 DJL	Examine Documents Reviewed UNITE objection to Key Employee Retention Program	.20	39.00
02/11/02 SLH	Examine Documents GBR/CIERI/EMPLOYMENT CONTRACTS	.20	119.00
02/11/02 SLH	Telephone Call(s) - Creditor W/KAYE RE EX OFFICIO	.10	59.50
02/11/02 GBR	Review of Documents CONAWAY CONTRACT	1.30	773.50
02/11/02 GBR	Telephone Call(s) R. CIERI RE: KERP MOTION	.20	119.00
02/11/02 GBR	Telephone Call(s) C. SMITH RE: KERP DOC PROD	.20	119.00
02/11/02 GBR	Telephone Call(s) RE: KERP OBJECTION	.20	119.00
02/11/02 GBR	Telephone Call(s) M. KNOLL RE: KERP INCENTIVE ANALYSIS	.20	119.00
02/11/02 GBR	Telephone Call(s) C. SMITH RE: KERP DOC PRODUCTION	.20	119.00
02/11/02 GBR	Telephone Call(s) R. CIERI RE: ADAMSON CONTRACT	.20	119.00
02/11/02 GBR	Review of Documents UNITE OBJ TO KERP	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 364

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 GBR	Review of Documents ADAMSON CONTRACT	.50	297.50
02/11/02 JSF	Telephone Call(s) V. Durrer re: Ordinary Course Professionals Motion	.20	70.00
02/11/02 JSF	Examine Documents Ordinary Course Professionals Order	.60	210.00
02/11/02 JSF	Research Re: Fee Caps of Ordinary Course Professionals	.40	140.00
02/11/02 SMP	Examine Documents Review documents re: employee retention depositions	.30	58.50
02/11/02 SMP	Examine Documents Review employee agreement of T D'Onofrio.	1.80	351.00
02/11/02 SMP	Memo Draft summary of employment agreement of T. D'Onofrio.	1.90	370.50
02/12/02 SLH	Examine Documents GBR. SHAPIRO/KERP	.20	119.00
02/12/02 SLH	Examine Documents GBR/CIERI/TIERS IV - X (KERP)	.20	119.00
02/12/02 GBR	Conference Out of Office W/KPMG, ET AL. RE: KERP, 2001 RESULTS	2.40	1,428.00
02/12/02 JSF	Examine Documents Adamson Contract and Order	.60	210.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 365

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/02 JSF	Telephone Call(s) L. Lattig re: Employee Benefits Subcommittee	.10	35.00
02/12/02 SMP	Memo Summary of T. D'Onofrio employment agreement	1.00	195.00
02/12/02 SMP	Examine Documents Review Employment Agreement of C. Conaway.	1.80	351.00
02/12/02 SMP	Memo Summarize Employment Agreement of C. Conaway.	3.40	663.00
02/12/02 SMP	Memo Review and revise memo re: Hutchison employment agreement.	1.20	234.00
02/12/02 SMP	Memo Review employment agreement of T. D'Onofrio.	1.30	253.50
02/13/02 SLH	Examine Documents ENTERED OMNIBUS ORDERS, ADAMSON CONTRACT, ETC. (TRAVEL)	2.50	1,487.50
02/13/02 GBR	Conference Out of Office W/R. CIERI, E. ORDWAY RE: KERP ISSUES	1.60	952.00
02/14/02 SLH	Examine Documents GBR/KERP ISSUES	.50	297.50
02/14/02 GBR	Examine Documents KERP & EMPLOYMENT CONTRACT	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 366

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/02 GBR	Telephone Call(s) G. SHAPIRO & K. MCCANN RE: KERP & EMPLOYMENT CONTRACTS	1.60	952.00
02/14/02 GBR	Prepare Papers KERP OBJECTION	2.40	1,428.00
02/14/02 GBR	Prepare Papers EMPLOYEE CONTRACT OBJ.	1.70	1,011.50
02/14/02 PF	Examine Documents EMPLOYMENT CONTRACTS	.90	463.50
02/14/02 JSF	Examine Documents Employment Agreements/KERP	1.20	420.00
02/14/02 JSF	Research Rule 9024	.30	105.00
02/14/02 JSF	Examine Documents KERP Objections	.50	175.00
02/14/02 JSF	Correspondence KPMG - Meeting re: KERP	.20	70.00
02/14/02 SMP	Conference(s) in Office Teleconference re: compensation issues, employment agreements	.60	117.00
02/14/02 SMP	Memo Review employment agreement of C. Kearse.	1.40	273.00
02/14/02 SMP	Examine Documents Summarize employment agreement of C. Kearse.	.90	175.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 367

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/02 SMP	Examine Documents Review the employment agreement of J. Mc Donald.	1.10	214.50
02/14/02 SMP	Memo Summarize employment agreement of J. McDonald.	1.90	370.50
02/14/02 SMP	Examine Documents Review the employment agreement of D. Rots.	.80	156.00
02/14/02 SMP	Memo Summarize employment agreement of D. Rots.	1.70	331.50
02/14/02 SMP	Memo Review and revise summary of the employment agreement of J Conaway.	.40	78.00
02/14/02 SMP	Memo Review and revise summary of employment agreement of T. D'Ofrio.	.50	97.50
02/14/02 SMP	Research Research re: board committees.	.30	58.50
02/15/02 JSF	Examine Documents Documents Needed for KERP Review	.60	210.00
02/15/02 JSF	Telephone Call(s) KPMG re: KERP Meeting	.30	105.00
02/15/02 JSF	Correspondence KERP Subcommittee - Arrange Conf. Call with Debtors and KPMG	.60	210.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 368

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 JSF	Correspondence Ivester - Conference Call re: KERP	.10	35.00
02/15/02 JSF	Telephone Call(s) Lisa Ashe re: Employment Docs	.10	35.00
02/15/02 JSF	Examine Documents Terms of Adamson Contract	.60	210.00
02/15/02 SMP	Examine Documents Review Conaway agreement.	.60	117.00
02/15/02 SMP	Memo Review and revise summary of Conaway agreement.	.80	156.00
02/15/02 SMP	Examine Documents Review Rots agreement.	.70	136.50
02/15/02 SMP	Memo Review and revise summary of Rots agreement.	.70	136.50
02/15/02 SMP	Examine Documents Review McDonald agreement.	.50	97.50
02/15/02 SMP	Memo Review and revise summary of McDonald agreement.	.80	156.00
02/15/02 SMP	Examine Documents Review Kears agreement.	.60	117.00
02/15/02 SMP	Memo Review and revise summary of Kears agreement.	.90	175.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 369

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/02 SMP	Examine Documents Review Hutchison agreement.	.90	175.50
02/15/02 SMP	Memo Review and revise summary of Hutchison agreement.	.80	156.00
02/15/02 SMP	Examine Documents Review D'Onofrio agreement.	.60	117.00
02/15/02 SMP	Memo Review and revise summary of D'Ononfrio agreement.	.40	78.00
02/15/02 DJL	Research Research re Rule 9024 and excusable neglect	.40	78.00
02/15/02 DJL	Examine Documents KERP	.20	39.00
02/16/02 SLH	Examine Documents ADAMSON CONTRACT REVIEW	.10	59.50
02/16/02 SLH	Examine Documents DEFERRED COMPENSATION	.20	119.00
02/16/02 SLH	Examine Documents ABACUS RETENTION	.10	59.50
02/19/02 SLH	Telephone Call(s) - Creditors Committee W/G. SHAPIRO RE COMPENSATION SUBCOMMITTEE; C/C REVIEW	.50	297.50
02/19/02 GBR	Telephone Call(s) CONF CALL RE: KERP, EMPLOYMENT CONTRACT	2.30	1,368.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 370

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/19/02 GBR	Telephone Call(s) G. SHAPIRO RE: CONAWAY CONTRACT	.40	238.00
02/19/02 GBR	Review of Documents PLAN FUND MODIFICATION MOTIONS	.40	238.00
02/19/02 PF	Telephone Call(s) re: Legal Papers WITH COMMITTEE PROFESSIONALS, AND THEREAFTER JOINED BY DEBTOR PROFESSIONALS RE: KERP	2.40	1,236.00
02/19/02 PF	Examine Documents PREP FOR MEETINGS RE: KERP	.60	309.00
02/19/02 JSF	Examine Documents KERP Objections (Forms)	.50	175.00
02/19/02 JSF	Telephone Call(s) Conference Call with KPMG and Skadden re: KERP and Employment Issues	2.40	840.00
02/19/02 JSF	Memo Re: Conference Call and Professionals' Position on KERP and Contracts	1.30	455.00
02/19/02 JSF	Examine Documents Employment Contract Summaries	1.00	350.00
02/19/02 TAP	Examine Documents Motions to alter deferred compensation plans	.40	90.00
02/20/02 SLH	Telephone Call(s) - Creditors Committee W/SHAPIRO, GBR RE COMPENSATION ISSUES	.30	178.50
02/20/02 GBR	Memo RE: KERP & EMPLOYMENT CONTRACTS	1.20	714.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 371

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 GBR	Telephone Call(s) CONF CALL W/ACI, KPMG RE: KERP ETC.	2.20	1,309.00
02/20/02 GBR	Review of Documents KPMG KERP REPORT	.40	238.00
02/20/02 GBR	Examine Documents RE: KERP OBJS.	.20	119.00
02/20/02 GBR	Review of Documents KERP & BONUS DOC PROC.	.80	476.00
02/20/02 PF	Examine Documents CONTRACTS/KERP	2.40	1,236.00
02/20/02 ENS	Examine Documents SUMMARY - ADAMSON ORDER	.20	95.00
02/20/02 JSF	Memo Revise Memo re: Position on KERP and Employment Contracts	1.00	350.00
02/20/02 JSF	Examine Documents KERP Motion	.40	140.00
02/20/02 JSF	Telephone Call(s) Conference Call with KERP Subcommittee	2.00	700.00
02/20/02 JSF	Examine Documents KPMG Analysis of KERP and Employment	1.20	420.00
02/20/02 SMP	Examine Documents Review Non-Compete Agreements of D'Onofrio, Allen, Willis, Rogers, Kearse, Rots.	1.40	273.00
02/20/02 SMP	Examine Documents Review re: estimated bonuses for 2001.	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 372

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/20/02 SMP	Examine Documents Review documents re: 1998 deferred management comp.	.30	58.50
02/20/02 SMP	Memo Memo re: compensation documents.	.10	19.50
02/20/02 SMP	Telephone Call(s) - Creditors Committee Teleconference with employee benefits and employee contracts subcommittee.	2.20	429.00
02/20/02 SMP	Examine Documents Review KPMG analysis of employment contracts and KERP	.80	156.00
02/20/02 SMP	Examine Documents Review documents re: executive compensation.	.60	117.00
02/20/02 SMP	Minutes of Creditors Committee Meeting Draft minutes of employee benefits and employee contracts subcommittee teleconference.	.70	136.50
02/20/02 SMP	Examine Documents Review 2001 bonus plan metrics.	.20	39.00
02/20/02 SMP	Examine Documents Review documents re: implementation of KERP.	.20	39.00
02/20/02 DJL	Examine Documents Reviewed Application of Retention of Abacus	1.10	214.50
02/20/02 DJL	Memo Summary of Abacus Application	.90	175.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 373

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 SLH	Examine Documents COMPENSATION REVIEW	.10	59.50
02/21/02 GBR	Review of Documents KERP DOC PROD.	.60	357.00
02/21/02 GBR	Telephone Call(s) K. TAYLOR RE: KERP & LOAN PROGRAMS	.40	238.00
02/21/02 PF	Examine Documents RE: COMM. POSITION ON KERP	.30	154.50
02/21/02 EMA	Examine Documents various employment agreements	.60	93.00
02/21/02 SMP	Examine Documents Review documents re: senior employment contracts	.30	58.50
02/21/02 SMP	Examine Documents Review documents re: senior management employment contracts.	.30	58.50
02/21/02 SMP	Examine Documents Reviewed documents re: KERP and the senior employment agreement	1.20	234.00
02/21/02 DJL	Research Research re Rule 9024	.90	175.50
02/21/02 DJL	Memo Memo re Rule 9024	2.20	429.00
02/21/02 TAP	Examine Documents Motion to Modify Deferred Compensation Plans	.80	180.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 374

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/21/02 TAP	Memo re: Motion to Modify Deferred Compensation Plans	.70	157.50
02/21/02 TAP	Memo Revise memo re: Deferred Comp.	.50	112.50
02/21/02 TAP	Letter-Accountant M. Knoll re: Director Compensation	.20	45.00
02/21/02 TAP	Telephone Call(s) - Accountant M. Knoll re: Director Compensation	.20	45.00
02/22/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/CIERI RE KERP ISSUES	.20	119.00
02/22/02 GBR	Telephone Call(s) E. IVESTER E: VENDOR ISSUES KERP	.30	178.50
02/22/02 GBR	Review of Documents LOAN PROGRAM SUMMARY & ANALYSIS	1.40	833.00
02/22/02 GBR	Telephone Call(s) G. SHAPIRO & K. MCCANN RE: COMPENSATION ISSUES	.60	357.00
02/22/02 GBR	Telephone Call(s) R. CIERI RE: COMPENSATION MOTIONS	.30	178.50
02/22/02 GBR	Conference Out of Office W/H. DIETZ & M. PATTERSON RE: KERP	2.00	1,190.00
02/22/02 GBR	Telephone Call(s) M. KNOLL RE:VENDOR RELATIONS, COMP ISSUES	.40	238.00
02/22/02 PF	Examine Documents RE: KERP/CONTRACTS	1.20	618.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 375

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/22/02 ENS	Examine Documents SUMMARIES - KERP - ISSUES, VARIOUS MOTIONS	.40	190.00
02/22/02 JSF	Telephone Call(s) L. Lattig re: KERP and Loans to Management	.20	70.00
02/22/02 JSF	Examine Documents KPMG Reports re: Management Employment Contracts and Bonus Plan	1.00	350.00
02/22/02 JSF	Examine Documents Memo re: Discussion of KERP Issues with Debtors Counsel	.20	70.00
02/22/02 TAP	Telephone Call(s) - Debtor's Attorney V. Durrer, M. McDermott re: Director Comp.	.20	45.00
02/23/02 SLH	Review Financial Documents KPMG EXECUTIVE COMPENSATION SUMMARY REVIEW	.30	178.50
02/23/02 SLH	Review Financial Documents KPMG TIER B MATERIAL	.40	238.00
02/23/02 SLH	Examine Documents EMPLOYMENT CONTRACTS ANALYSIS BY SMP	.40	238.00
02/23/02 TAP	Letter-Accountant re: Director Compensation	.20	45.00
02/24/02 JSF	Examine Documents Directors' Compensation	.20	70.00
02/24/02 DJL	Examine Documents re Rule 9024	1.10	214.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 376

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/24/02 DJL	Memo Memo re Rule 9024	2.50	487.50
02/25/02 SLH	Examine Documents DIRECTOR COMPENSATIONS	.20	119.00
02/25/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/RAY SHROCK RE KERP ISSUES	.20	119.00
02/25/02 GBR	Telephone Call(s) E. IVESTER RE: MANAGEMENT CONTRACTS	.40	238.00
02/25/02 GBR	Telephone Call(s) K. MCCANN RE: KERP PROGRAM	.30	178.50
02/25/02 GBR	Telephone Call(s) M. KNOLL & R. TULIANO RE: RETENTION CONFLICTS	.30	178.50
02/25/02 GBR	Review of Documents KERP PROGRAM	.70	416.50
02/25/02 GBR	Review of Documents OFFICER LOAN PROGRAM	.50	297.50
02/25/02 GBR	Review of Documents PROXY STATEMENT - BOARD COMPENSATION	.80	476.00
02/25/02 GBR	Telephone Call(s) M. KNOLL RE: KERP OBJ.	.30	178.50
02/25/02 GBR	Review of Documents ADAMSON CONTRACT	.40	238.00
02/25/02 PF	Analysis of Memorandum 9024 ISSUES / L/C	.30	154.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 377

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/25/02 JSF	Telephone Call(s) E. Ivester re: Meeting with Debtors re: KERP	.20	70.00
02/25/02 JSF	Examine Documents 7th Circuit Analysis of Employment Claims	.30	105.00
02/25/02 JSF	Examine Documents Prep for Meeting with Co-Chairs	.20	70.00
02/25/02 SMP	Examine Documents Review documents re: Adamson contract	.30	58.50
02/25/02 DJL	Research Research re Rule 9024	.80	156.00
02/25/02 DJL	Memo Revisions to Rule 9024 memo	.90	175.50
02/25/02 TAP	Examine Documents Notice of Minimum Retention for GOB Sales	.20	45.00
02/25/02 TAP	Memo Update GOB Sales Memo	.40	90.00
02/26/02 WMS	Exam. of Documents KERP Documents	.30	178.50
02/26/02 GBR	Conference(s) In Office W/CO-CHAIRS & KPMG RE: COMP ISSUES	3.10	1,844.50
02/26/02 TAP	Examine Documents Directors Compensation Materials	.40	90.00
02/27/02 WMS	Exam. of Documents KERP Papers	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 378

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/27/02 GBR	Telephone Call(s) G. SHAPIRO RE: MANAGEMENT REVIEW	.40	238.00
02/27/02 JSF	Examine Documents Deferred Compensation (Rabbi Trust)/Employment Contract Issues	.50	175.00
02/27/02 SMP	Examine Documents Review prior employment agreements of Rots, McDonald, Kearse, and Conaway	1.60	312.00
02/27/02 SMP	Examine Documents Review standby letter of credit	.10	19.50
02/27/02 SMP	Examine Documents Review promissory notes of McDonald, D'Onofrio, Kearse, McDonald, and Rots	.80	156.00
02/27/02 SMP	Examine Documents Board compensation committee minutes for 2001.	.60	117.00
02/27/02 SMP	Examine Documents Review correspondence re: senior employee compensation.	.40	78.00
02/27/02 SMP	Memo Memo re: compensation documents.	.10	19.50
02/28/02 GBR	Telephone Call(s) M. EISENBAND RE: COMP MOTIONS	.30	178.50
02/28/02 JSF	Telephone Call(s) E. Ivester re: Senior Management	.20	70.00
02/28/02 JSF	Telephone Call(s) M. Wexler re: Management Issues	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 379

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/02 JSF	Examine Documents Tier 3b Employees - Base Salaries/Retention Issues	.40	140.00
03/01/02 WMS	Review File KERP Papers	.30	178.50
03/01/02 SLH	Telephone Call(s) - Accountant W/K EISENBERG RE PWC/E&Y EFFORTS	.20	119.00
03/01/02 GBR	Telephone Call(s) J. BUTLER RE: ADAMSON CONTRACT	.10	59.50
03/01/02 GBR	Telephone Call(s) R. CIERI RE: KERP & EMPLOYMENT CONTRACTS	.10	59.50
03/01/02 GBR	Review of Documents ADAMSON CONTRACT	.40	238.00
03/01/02 GBR	Telephone Call(s) R. SELTZER RE: KERP PROGRAM	.30	178.50
03/01/02 GBR	Telephone Call(s) M. COOPER RE: MANAGEMENT CONTRACTS	.30	178.50
03/01/02 GBR	Telephone Call(s) CONF CALL W/KPMG RE: COMP ISSUES, GOB'S	1.80	1,071.00
03/01/02 GBR	Telephone Call(s) E. IVESTER RE: KERP , EMPLOYMENT CONTRACTS	.30	178.50
03/01/02 PF	Telephone Call(s) re: Legal Papers W/KPMG RE: ANALYSIS OF CONTRACTS	.80	412.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 380

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/01/02 JSF	Telephone Call(s) Conference Call with KPMG re: Deferred Comp, Licenses, Executive Contracts, Surety Bonds	2.00	700.00
03/01/02 JSF	Examine Documents Deferred Compensation Materials - Included Employees	.60	210.00
03/01/02 JSF	Examine Documents Seventh Circuit Law re: Severance	.60	210.00
03/02/02 JSF	Examine Documents Ordinary Course Professionals Order and Supplement	.40	140.00
03/03/02 SLH	Examine Documents DIRECTOR RABBI TRUST	.10	59.50
03/03/02 GBR	Prepare Papers ADAMSON OBJECTION	.50	297.50
03/03/02 GBR	Review of Documents SERP DOCUMENTS	.40	238.00
03/03/02 GBR	Review of Documents TIER 3B RETENTION ANALYSIS	.30	178.50
03/03/02 GBR	Review of Documents DIRECTOR BENEFIT PLANS	.40	238.00
03/04/02 SLH	Examine Documents GBR/MGT ISSUES	.20	119.00
03/04/02 SLH	Examine Documents GBR/MANAGEMENT CONTRACT ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 381

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 SLH	Examine Documents DEFERRED COMPENSATION MATERIAL	.30	178.50
03/04/02 GBR	Research 363 REASONABLE BUSINESS JUDGEMENT TEST	.40	238.00
03/04/02 GBR	Review of Documents SCHWARTZ SEPARATION AGREEMENT	.30	178.50
03/04/02 GBR	Review of Documents DOMINGUEZ SEPARATION AGREEMENT	.20	119.00
03/04/02 GBR	Review of Documents MCDONALD SEVERANCE LETTER	.10	59.50
03/04/02 GBR	Review of Documents CONAWAY 5/01 CONTRACT	.50	297.50
03/04/02 GBR	Review of Documents ADAMSON LC	.10	59.50
03/04/02 GBR	Review of Documents SENIOR EXECUTIVES PROMISSORY NOTES	.30	178.50
03/04/02 GBR	Review of Documents CONAWAY 5/01 AMENDMENT	.20	119.00
03/04/02 GBR	Review of Documents CONAWAY 11/01 AMENDMENT	.10	59.50
03/04/02 GBR	Review of Documents COMP COMMITTEE MINUTES FOR 2001	1.20	714.00
03/04/02 GBR	Telephone Call(s) M. EISENBAND RE: CRO FUNCTIONS	.20	119.00
03/04/02 GBR	Telephone Call(s) R. CIERI RE: MANAGEMENT CONTRACTS	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 382

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 GBR	Telephone Call(s) E. IVESTER RE: KERP, RABBI TRUST	.30	178.50
03/04/02 GBR	Review of Documents RABBI TRUST SCHEDULES	.30	178.50
03/04/02 GBR	Telephone Call(s) J. BUTLER RE: EMPLOYMENT CONTRACT MOTIONS	.30	178.50
03/04/02 GBR	Telephone Call(s) M. KNOLL RE: KERP SCHEDULES	.20	119.00
03/04/02 GBR	Prepare Papers 2/20 COM BENEFITS SUBCC MINUTES	.40	238.00
03/04/02 GBR	Review of Documents BUCK BENCHMARKING CRITERIA FOR KERP	.60	357.00
03/04/02 GBR	Review of Documents EMPLOYEE TURNOVER SCHEDULE	.20	119.00
03/04/02 PF	Research re Legal Papers RE: § 327 ISSUES	.40	206.00
03/04/02 PF	Examine Documents RE: KERP/CONTRACT/TIER III	.80	412.00
03/04/02 EMA	Examine Documents various employment contracts, Rots, Kearse etc	.60	93.00
03/04/02 JSF	Telephone Call(s) R. Cieri re: KERP and other 3/6 Issues	.30	105.00
03/04/02 JSF	Examine Documents KERP and Senior Management Contracts	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 383

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 JSF	Research Articles re: Management	.30	105.00
03/04/02 JSF	Telephone Call(s) Butler re: Management Issues	.20	70.00
03/04/02 JSF	Correspondence Draft Letter re: Adamson and Statement at 3/6 Hearing	1.20	420.00
03/04/02 SMP	Examine Documents Review inventory of documents.	.10	19.50
03/04/02 SMP	Examine Documents Review severance agreements.	.40	78.00
03/04/02 SMP	Examine Documents Review documents re: Tier I - III comp.	.20	39.00
03/04/02 SMP	Minutes of Creditors Committee Meeting Review, revise subcommittee minutes.	.30	58.50
03/04/02 SMP	Examine Documents Review Tier III - VII comp.	.40	78.00
03/04/02 SMP	Examine Documents Review UNITE Objection to KERP.	.40	78.00
03/04/02 SMP	Memo Memo re: UNITE objection to KERP.	.60	117.00
03/04/02 SMP	Examine Documents Review Debtors reply to UNITE Objection.	.50	97.50
03/04/02 SMP	Memo Memo: Debtors' Reply to UNITE Objection.	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 384

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 TAP	Examine Documents w/PF, Adamson retention	.30	67.50
03/04/02 TAP	Research re: Adamson retention/327	2.50	562.50
03/05/02 WMS	Exam. of Documents KERP Program	.40	238.00
03/05/02 SLH	Examine Documents DEBTOR UNITE RESPONSE	.20	119.00
03/05/02 SLH	Examine Documents DEFERRED COMPENSATION PLAN	.30	178.50
03/05/02 SLH	Conference out of Office W/SELTZER AND PROUTY RE UNION ISSUES	.50	297.50
03/05/02 SLH	Examine Documents GBR/TIER III KERP ISSUES	.20	119.00
03/05/02 SLH	Examine Documents OUTSIDE DIRECTOR, DEFERRED COMPENSATION	.10	59.50
03/05/02 SLH	Examine Documents GBR/ADAMSON LETTER	.10	59.50
03/05/02 SLH	Examine Documents TERMINATION CONTRACTS	.10	59.50
03/05/02 GBR	Conference Out of Office W/ E. IVESTER RE: TIER 3 KERP MOTION, GOB SALES	.40	238.00
03/05/02 GBR	Correspondence J. BUTLER RE: ADAMSON CONTRACT	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 385

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/05/02 GBR	Prepare Papers REVISE KERP ORDER	.40	238.00
03/05/02 PF	Research re Legal Papers RE: § 327	.30	154.50
03/05/02 PF	Review/correct Correspondence RE: ADAMSON L/C	.20	103.00
03/05/02 EMA	Examine Documents various employment agreements and KERP documents	.60	93.00
03/05/02 JSF	Correspondence Draft Letter to Butler re: Adamson	1.50	525.00
03/05/02 JSF	Examine Documents KERP Order for Tiers IV through IX	.30	105.00
03/05/02 JSF	Examine Documents Deferred Comp Financial Summary	.40	140.00
03/05/02 JSF	Examine Documents Adamson Interim Order	.40	140.00
03/05/02 TAP	Research re: Executive Retention/327	1.70	382.50
03/05/02 TAP	Memo re: Adamson retention/327	1.80	405.00
03/06/02 WMS	Review File KERP Papers	.20	119.00
03/06/02 PF	Telephone Call(s) re: Legal Papers W/GBR/STATEMENT RE: ADAMSON	.30	154.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 386

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/06/02 JSF	Examine Documents Deferred Comp Programs	.60	210.00
03/06/02 TAP	Research re: 327 retention/executive compensation	2.50	562.50
03/06/02 TAP	Memo re: retention of Adamson/327	3.40	765.00
03/06/02 TAP	Examine Documents Adamson agreement	1.00	225.00
03/07/02 SLH	Review Financial Documents DEFERRED COMPENSATION MATERIAL	.10	59.50
03/07/02 SMP	Examine Documents Review management deferred compensation plan	2.10	409.50
03/08/02 WMS	Review File Downsizing of 22,000 Employees Notice	.20	119.00
03/08/02 SLH	Examine Documents GBR/MANAGEMENT REVISIONS, CONFERENCE CALL, ETC.	.30	178.50
03/08/02 SLH	Examine Documents DEFERRED COMPENSATION ANALYSIS	.20	119.00
03/08/02 GBR	Review of Documents Conaway SERP Amendment	.20	119.00
03/08/02 GBR	Review of Documents Supplemental SERP Plan	.30	178.50
03/08/02 GBR	Review of Documents Director Enhancement Program	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 387

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/08/02 GBR	Telephone Call(s) J. Butler re: Management changes	.30	178.50
03/08/02 GBR	Review of Documents Senior Management Contract Amendments	.70	416.50
03/08/02 SMP	Examine Documents Review deferred compensation plan	.80	156.00
03/09/02 SLH	Examine Documents HEILIG RABBI TRUST MATERIAL	.20	119.00
03/09/02 SMP	Memo Summary of 1998 management deferred compensation pan	1.10	214.50
03/09/02 SMP	Examine Documents Review trust agreement for 1998 deferred compensation plan (management)	.90	175.50
03/09/02 SMP	Memo Summary of trust agreement for 1998 deferred compensation plan (management)	1.90	370.50
03/09/02 SMP	Examine Documents Review Directors Stock Plan	.70	136.50
03/09/02 SMP	Memo Summary of Non-Employee Directors Stock Plan	1.20	234.00
03/10/02 GBR	Telephone Call(s) Conf. Call with J. Butler et al re: Management changes	.90	535.50
03/10/02 GBR	Telephone Call(s) M. Knoll re: Management Changes	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 388

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 WMS	Review File Management Changes, Memorandum	.30	178.50
03/11/02 GBR	Telephone Call(s) P. Traub re: Management Changes, Equity c/c	.30	178.50
03/11/02 GBR	Telephone Call(s) R. Cieri re: Management changes	.30	178.50
03/11/02 GBR	Telephone Call(s) G. Shapiro re: Conaway Separation Agreement	.30	178.50
03/11/02 GBR	Telephone Call(s) M. Cooper re: Management Changes	.20	119.00
03/11/02 GBR	Telephone Call(s) E. Ivester re: Management Changes	.30	178.50
03/11/02 GBR	Review of Documents Conaway Contract - Loan Forgiveness	.80	476.00
03/11/02 GBR	Telephone Call(s) R. Seltzer re: Kerp Settlements	.30	178.50
03/11/02 GBR	Telephone Call(s) M. Wexler re: Management Changes	.20	119.00
03/11/02 PF	Examine Documents KPMG REPORTS RE: COMPENSATION ISSUES	1.40	721.00
03/11/02 JSF	Examine Documents Management Change - Articles, Press Releases	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 389

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 JSF	Examine Documents Documents Re: Deferred Comp - Amounts and Participants	.50	175.00
03/11/02 JSF	Examine Documents Directors' Estate Enhancement Programs/Deferred Comp Plans	1.80	630.00
03/11/02 SMP	Examine Documents Review non-employee directors deferred compensation plan	1.20	234.00
03/11/02 SMP	Memo Summary of non-employee directors deferred compensation plan	2.20	429.00
03/11/02 SMP	Examine Documents Review estate enhancement program for directors	1.60	312.00
03/11/02 SMP	Memo Summary of estate enhancement program for directors	2.40	468.00
03/11/02 SMP	Telephone Call(s) - Accountant To M. Knoll re: promissory note and Conaway loan	.10	19.50
03/11/02 SMP	Examine Documents Review documents re: loan forgiveness provisions	.30	58.50
03/11/02 SMP	Memo Review and revise summary of 1998 deferred compensation plan	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 390

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 SMP	Memo Review and revise summary of trust agreement for 1998 deferred compensation plan	.60	117.00
03/11/02 SMP	Memo Review and revise summary of non- employee directors' stock plan	.90	175.50
03/11/02 SMP	Examine Documents Review trust agreement for non-employee directors deferred comp and stock plans	.90	175.50
03/11/02 SMP	Memo Review and revise non-employee directors deferred compensation	1.20	234.00
03/11/02 DJL	Examine Documents Conaway Press Release	.10	19.50
03/12/02 GBR	Conference Out of Office W/ B. WHYTE RE: J. ALIX RETENTION	1.30	773.50
03/12/02 GBR	Telephone Call(s) P. THORNER RE: MANAGEMENT CHANGES	.60	357.00
03/12/02 JSF	Examine Documents Deferred Comp Agreements	.30	105.00
03/12/02 JSF	Examine Documents Issues re: Conaway Separation Agreement/Conaway Contract	.70	245.00
03/12/02 JSF	Examine Documents Senior Management Contracts	.40	140.00
03/12/02 JSF	Examine Documents Equity Press Release re: Management	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 391

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/12/02 SMP	Memo review and revise memo re: 1995 deferred compensation plan	.20	39.00
03/12/02 SMP	Memo review and revise memo re: directors' stock plan	.20	39.00
03/12/02 SMP	Memo review and revise memo re: non-employee director rabbi trust	.80	156.00
03/12/02 SMP	Memo review and revise memo re: the estate enhancement program	1.40	273.00
03/12/02 SMP	Examine Documents review documents re: deferred compensation and executive compensation	1.60	312.00
03/13/02 GBR	Conference Out of Office W/J. BUTLER RE: NEW MANAGEMENT CONTRACTS	.80	476.00
03/13/02 JSF	Examine Documents Employment Contracts - Revised - Status	.20	70.00
03/13/02 JSF	Examine Documents KPMG Advice re: Payment of Loan Forgiveness Taxes	.30	105.00
03/14/02 SLH	Examine Documents DEFERRED COMPENSATION ANALYSIS	.20	119.00
03/14/02 SLH	Examine Documents ADAMSON & CONAWAY MATERIAL	.20	119.00
03/14/02 SLH	Examine Documents DEFERRED COMPENSATION MATERIAL	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 392

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 JSF	Telephone Call(s) M. Knoll re: Employment Agreements/Payments	.20	70.00
03/14/02 JSF	Examine Documents Employment Payments to Sr. Management	.60	210.00
03/15/02 PF	Examine Documents EMPLOYMENT AGREEMENTS	.70	360.50
03/15/02 PF	Research re Legal Papers RE: ORDINARY COURSE	.40	206.00
03/15/02 PF	Examine Documents CONAWAY AGREEMENT	.30	154.50
03/15/02 JSF	Telephone Call(s) E. Ivester and V. Durrer re: Deferred Comp and Exclusivity Hearing	.20	70.00
03/15/02 JSF	Research Employment Agreement/Separation Agreement Research Issues	.50	175.00
03/15/02 JSF	Examine Documents Conaway Agreement - Bankruptcy Safety Clause	.20	70.00
03/15/02 JSF	Examine Documents Financial Committee's Objection to Deferred Comp Plan	.20	70.00
03/17/02 DJL	Examine Documents Reviewed Objection to Deferred Comp motion	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 393

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/17/02 DJL	Memo Summary of Objection to Deferred Comp motion	.40	78.00
03/19/02 GBR	Conference Out of Office W/M. KNOLL, L. LATTIG ET AL. RE:MANAGEMENT CONTRACTS	4.20	2,499.00
03/19/02 GBR	Review of Documents ADAMSON TERMSHEET	1.70	1,011.50
03/19/02 GBR	Review of Documents J. ALIX TERMSHEET	.40	238.00
03/19/02 GBR	Review of Documents J. DAY TERMSHEET	.60	357.00
03/19/02 GBR	Review of Documents CONAWAY SEPARATION AGREEMENT	1.20	714.00
03/19/02 PF	Examine Documents RE: REVISED CONAWAY CONTRACT	.60	309.00
03/19/02 SMP	Conference out of Office w/ M. Knoll, L. Lattig, D. Thomas, J. Thorp re: employment contracts and separation agreement	4.10	799.50
03/19/02 SMP	Examine Documents review Adamson employment contract term sheet	.70	136.50
03/19/02 SMP	Examine Documents review Jay Alix retention agreement term sheet	.30	58.50
03/19/02 SMP	Examine Documents review Conaway separation agreement	.60	117.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 394

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/19/02 SMP	Examine Documents review Day employment agreement term sheet	.40	78.00
03/19/02 TAP	Examine Documents w/ PF re Conaway Agreement	.20	45.00
03/20/02 PF	Examine Documents RE: CONAWAY REVISED CONTRACT (SETTLEMENT)	.40	206.00
03/20/02 PF	Analysis of Memorandum RE: CONAWAY CONTRACT (REVISED)	.10	51.50
03/20/02 TAP	Memo Review Conaway Agreement and draft memo re loan forgiveness	2.50	562.50
03/21/02 GBR	Review of Documents KERP PROGRAM	.80	476.00
03/22/02 SLH	Conference(s) in Office W/KPMG RE COMPENSATION ISSUES	1.50	892.50
03/22/02 SLH	Examine Documents PREPARE FOR KPMG MEETING	.30	178.50
03/22/02 GBR	Telephone Call(s) G. SHAPIRO RE: ADAMSON CONTRACT	.20	119.00
03/22/02 GBR	Review of Documents ADAMSON CONTRACT	1.40	833.00
03/22/02 GBR	Review of Documents KPMG EMPLOYMENT, FINANCIAL SERVICES AGREEMENTS ANALYSIS	1.60	952.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 395

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/22/02 GBR	Telephone Call(s) CONF CALL RE: NEW EMPLOYMENT CONTRACTS	2.10	1,249.50
03/22/02 GBR	Review of Documents PREP FOR COMP CONF CALL	.40	238.00
03/22/02 GBR	Review of Documents CONAWAY EMPLOYMENT AGREEMENTS	.80	476.00
03/22/02 PF	Examine Documents ADAMSON TERM SHEET, TERM SHEETS OF OTHER EXECUTIVE CONTRACTS	1.80	927.00
03/22/02 SMP	Examine Documents review documents re: Adamson retention	.70	136.50
03/22/02 SMP	Memo Memo re: employment contracts and separation agreement	2.90	565.50
03/22/02 SMP	Telephone Call(s) - Debtor's Attorney call to V. Durrer re: Buck Consultants Retention	.10	19.50
03/22/02 SMP	Telephone Call(s) call w/ KPMG, G. Shapiro re: employment contracts and separation agreements.	1.90	370.50
03/22/02 SMP	Telephone Call(s) - Creditor call to G. Shapiro re: employment agreements, comp issues	.10	19.50
03/22/02 SMP	Research Research re: Buck Consultant retention	.60	117.00
03/25/02 SLH	Examine Documents EXECUTIVE COMPENSATION/GBR	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 396

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON CONTRACT	.40	238.00
03/25/02 GBR	Telephone Call(s) J. BUTLER RE: ADAMSON RETENTION	.10	59.50
03/25/02 GBR	Telephone Call(s) R. SCHROCK RE: EMPLOYMENT CONTRACTS	.30	178.50
03/25/02 GBR	Telephone Call(s) P. HARNER RE: ADAMSON CONTRACT	.10	59.50
03/25/02 GBR	Memo RE: ADAMSON, DAY, J. ALIX CONTRACTS	1.90	1,130.50
03/25/02 GBR	Telephone Call(s) M. KNOLL RE: KPMG COMP REPORT	.20	119.00
03/25/02 GBR	Prepare Papers REVISE KPMG EMPLOYMENT CONTRACT ANALYSIS	.80	476.00
03/25/02 GBR	Telephone Call(s) CONF CALL W/M. KNOLL, D. THOMAS RE: COMP ANALYSIS	1.60	952.00
03/25/02 PF	Examine Documents KPMG/ANALYSIS	.90	463.50
03/25/02 PF	Telephone Call(s) re: Legal Papers KPMG/CONTRACT ANALYSIS	.80	412.00
03/25/02 ENS	Examine Documents SUMMARIES - NEW EMPLOYMENT AGREEMENTS	.60	285.00
03/25/02 JSF	Examine Documents Revised Employment Agreement Terms	1.00	350.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 397

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 SMP	Memo Memo re: 2/22 call w/ KPMG, G. Shapiro re: employment agreements	2.60	507.00
03/25/02 SMP	Examine Documents Review orders re: KERP	.30	58.50
03/25/02 SMP	Examine Documents Review order re: Adamson retention	.10	19.50
03/25/02 SMP	Examine Documents Review order re: deferred compensation	.10	19.50
03/25/02 SMP	Examine Documents Review order re: employment contracts	.10	19.50
03/25/02 SMP	Examine Documents Review documents (KPMG report and employment agreement term sheet) w/ GBR	.30	58.50
03/25/02 SMP	Telephone Call(s) call w/ M. Knoll re: Adamson employment term sheet and KPMG report	.60	117.00
03/25/02 SMP	Memo Review, revise and circulate memo re: 3/22 teleconference	1.60	312.00
03/26/02 SLH	Telephone Call(s) - Accountant W/LISA ASHE RE EMPLOYMENT ISSUES	.20	119.00
03/26/02 GBR	Review of Documents KPMG COMP REPORT	.70	416.50
03/26/02 GBR	Memo RE: ADAMSON CONSULTING CONTRACT	.50	297.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 398

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 GBR	Telephone Call(s) J. THORP RE: KPMG COMP REPORT	.40	238.00
03/26/02 GBR	Telephone Call(s) R. SCHROCK RE: MANAGEMENT CONTRACTS	.40	238.00
03/26/02 GBR	Telephone Call(s) R. SCHROCK RE: MTG WITH BOARD	.20	119.00
03/26/02 GBR	Telephone Call(s) M. COOPER RE: MANAGEMENT BACKGROUND	.40	238.00
03/26/02 GBR	Telephone Call(s) R. SCHROCK RE: CONAWAY SEPARATION AGREEMENT	.20	119.00
03/26/02 PF	Telephone Call(s) re: Legal Papers W/FINANCIAL COMM. COUNSEL	.30	154.50
03/26/02 PF	Examine Documents KPMG REPORT	.40	206.00
03/26/02 JSF	Examine Documents Financial Institutions' Objection to Deferred Comp Motion	.20	70.00
03/26/02 JSF	Examine Documents Revised Employment Contract Terms and C/C Issues	.60	210.00
03/26/02 SMP	Examine Documents adjourned motions	.20	39.00
03/26/02 SMP	Research Research re: KERP	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 399

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/26/02 SMP	Telephone Call(s) call w/ M. Knoll re Management compensation issues	.30	58.50
03/26/02 SMP	Examine Documents re: compensaton issues	.30	58.50
03/26/02 SMP	Telephone Call(s) call w/ M. Cooper re: compensation issues	.30	58.50
03/26/02 SMP	Telephone Call(s) call w/ G. Shapiro re: compensation issues	.20	39.00
03/26/02 SMP	Research research re: compensation	.70	136.50
03/26/02 SMP	Telephone Call(s) call w/ R. Schrock re: comp issues, Adamson contract	.20	39.00
03/26/02 SMP	Examine Documents review notes re: employment agreement term sheet	.40	78.00
03/27/02 SLH	Examine Documents FINANCE C/C OBJECTION TO DEFERRED COMPENSATION	.10	59.50
03/27/02 SLH	Examine Documents 4/3 ISSUES	.20	119.00
03/27/02 SLH	Examine Documents J&A AGREEMENT	.20	119.00
03/27/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/SHROCK RE CONTRACT ISSUES	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 400

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/27/02 SLH	Examine Documents COOPER REPORT ON MANAGEMENT	.20	119.00
03/27/02 GBR	Telephone Call(s) J. BUTLER RE: EMPLOYMENT CONTRACTS	.10	59.50
03/27/02 GBR	Telephone Call(s) K. MCCANN RE: EMPLOYMENT CONTRACTS	.30	178.50
03/27/02 GBR	Telephone Call(s) M. COOPER RE: MANAGEMENT CHANGES	.30	178.50
03/27/02 GBR	Telephone Call(s) R. SCHROCK RE: MANAGEMENT CHANGES	.40	238.00
03/27/02 GBR	Telephone Call(s) M. KNOLL RE: LOAN PROGRAM, MANAGEMENT CHANGES	.50	297.50
03/27/02 PF	Examine Documents RE: CONTRACT ISSUES	1.30	669.50
03/27/02 BEK	Conference(s) re Legal Papers re: Proxy Statement	.30	46.50
03/27/02 JSF	Examine Documents Article re: executive departures	.20	70.00
03/27/02 JSF	Telephone Call(s) Ray Schrock re: Senior Management Changes	.20	70.00
03/27/02 JSF	Telephone Call(s) M. Knoll re: Senior Management	.20	70.00
03/27/02 JSF	Examine Documents JA&A Service Agreement	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 401

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/27/02 JSF	Examine Documents Adamson Due Diligence	.40	140.00
03/27/02 JSF	Telephone Call(s) L. Ashe re: Meeting with Finance Committee and Employment Issues	.10	35.00
03/27/02 JSF	Examine Documents KPMG Report on Employment Compensation and Loan Retention Program	.50	175.00
03/27/02 SMP	Examine Documents review KPMG report	.80	156.00
03/27/02 SMP	Research research re: adamson's prior employment	3.40	663.00
03/27/02 SMP	Telephone Call(s) - Creditor's Atty/Rep call to R. Schrock re comp issues, Adamson contract	.40	78.00
03/27/02 SMP	Telephone Call(s) call to M. Knoll re management compensation issues	.60	117.00
03/27/02 SMP	Telephone Call(s) call to G. Shapiro re management compensation issues	.10	19.50
03/27/02 SMP	Research research re: Adamson prior compensation	.70	136.50
03/27/02 SMP	Research research news article re: Adamson	2.10	409.50
03/27/02 TAP	Examine Documents Review Transcripts of hearings re: Executive Compensation	4.20	945.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 402

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 SLH	Telephone Call(s) - Creditor 2/EVANS RE MANAGEMENT ISSUES	.30	178.50
03/28/02 SLH	Memo RE EVANS ON MANAGEMENT	.10	59.50
03/28/02 PF	Telephone Call(s) re: Legal Papers T/C WITH FINANCE COMM. CHAIRS AND ATTORNEYS	.80	412.00
03/28/02 PF	Examine Documents CONTRACTS	.80	412.00
03/28/02 JSF	Telephone Call(s) M. Knoll 2x re: Conference Call with Finance Committee	.20	70.00
03/28/02 JSF	Telephone Call(s) Ray Schrock re: Conference Call on Comp	.10	35.00
03/28/02 JSF	Correspondence Draft Letter to Board re: Employment Issues	1.50	525.00
03/28/02 JSF	Examine Documents Status of Due Diligence re: Executives	.40	140.00
03/28/02 SMP	Telephone Call(s) call w/ G. Shapiro, K. McCann, M. Knoll, A. Levy, R. Schrock re: issues concerning employment agreements, compensation	.60	117.00
03/28/02 SMP	Telephone Call(s) call to G. Shapiro re: issues concerning employment agreements, compensation	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 403

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/28/02 SMP	Research research re: professionals	1.30	253.50
03/28/02 TAP	Examine Documents Transcripts of Omnibus Hearings	3.20	720.00
03/29/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/HORNER RE ADAMSON MEETING	.20	119.00
03/29/02 SLH	Examine Documents EXECUTIVE CONTRACT NOTES	.10	59.50
04/01/02 SLH	Memo RE MCCANN CALL	.10	59.50
04/01/02 SLH	Examine Documents GBR/MANAGEMENT CONTRACT	.20	119.00
04/01/02 PF	Examine Documents employment provision	.90	463.50
04/01/02 PF	Examine Documents Due diligence/Adamson	.80	412.00
04/01/02 PF	Review/correct Correspondence Board letter	1.20	618.00
04/01/02 PF	Telephone Call(s) cc conf call/management contracts	.90	463.50
04/01/02 PF	Telephone Call(s) R. Schrock (Bd letter)	.30	154.50
04/01/02 BEK	Obtaining Copies of Court Records Advantica Restaurant Group (S-4) re: Management	1.40	217.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 404

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/01/02 JSF	Correspondence Draft Letter to Board re: Management contracts	3.80	1,330.00
04/01/02 JSF	Examine Documents Employment Contract Provisions - Committee Position	3.00	1,050.00
04/01/02 JSF	Examine Documents Due Diligence Re:Adamson	.20	70.00
04/01/02 SMP	Examine Documents review documents re: KMART proxy	.10	19.50
04/01/02 SMP	Examine Documents review documents re: employee compensation	.60	117.00
04/01/02 SMP	Examine Documents review Board Compensation Committee minutes for 2001	.90	175.50
04/02/02 GBR	Prepare Papers ADAMSON BACKGROUND CHECK	1.10	654.50
04/02/02 GBR	Correspondence TO BOARD RE: MANAGEMENT CONTRACTS	1.40	833.00
04/02/02 GBR	Review of Documents ADVANTICA RE: ADAMSON	.60	357.00
04/02/02 GBR	Telephone Call(s) M. COOPER RE: ADAMSON BACKGROUND	.20	119.00
04/02/02 GBR	Telephone Call(s) K. MCCANN RE: ADAMSON MTG.	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 405

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/02/02 GBR	Telephone Call(s) L. ASHE RE: ADAMSON BACKGROUND CHECK	.20	119.00
04/02/02 GBR	Telephone Call(s) E. IVESTER RE: MANAGEMENT CONTRACT MOTIONS	.30	178.50
04/02/02 GBR	Telephone Call(s) A. LIPKIND RE: BOARD LETTER	.30	178.50
04/02/02 GBR	Telephone Call(s) CC CONF CALL RE: MANAGEMENT CONTRACTS	.90	535.50
04/02/02 GBR	Telephone Call(s) R. SCHROCK RE: BOARD LETTER	.30	178.50
04/02/02 GBR	Telephone Call(s) M. KNOLL RE: COMP EXPERT WITNESS	.20	119.00
04/02/02 GBR	Telephone Call(s) RICK CIERI RE: ADAMSON MTG.	.20	119.00
04/02/02 PF	Review/correct Correspondence TO BOARD OF DIRECTORS	1.40	721.00
04/02/02 BEK	Obtaining Copies of Court Records Advantica financial documents	.80	124.00
04/02/02 JSF	Correspondence Revise Letter to Board re: Employee Issues	2.00	700.00
04/02/02 JSF	Research Re: Adamson	1.40	490.00
04/02/02 JSF	Examine Documents Proposed Employment Agreements - Litigation Issues	1.40	490.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 406

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/02/02 JSF	Telephone Call(s) Ray Schrock re: Committee Meeting and Employment Issues	.20	70.00
04/02/02 JSF	Telephone Call(s) E. Ivester re: Employment Issues/Motions	.20	70.00
04/02/02 JSF	Examine Documents Committee Comments to Letter to Board	.40	140.00
04/02/02 JSF	Correspondence Letter to Board to Schrock	.20	70.00
04/02/02 SMP	Examine Documents review documents re: Adamson previous employment	1.10	214.50
04/02/02 SMP	Examine Documents review Kmart proxy	.30	58.50
04/02/02 SMP	Examine Documents review documents re: consignment and Adamson contract w/ GBR, SLH	.40	78.00
04/02/02 SMP	Examine Documents review documents re: Adamson agreement and Adamson due diligence	.90	175.50
04/02/02 SMP	Examine Documents review documents re: hearing transcript	.20	39.00
04/02/02 SMP	Examine Documents memo re: Adamson due diligence	.30	58.50
04/02/02 TAP	Examine Documents Advantica SEC Filings	1.40	315.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 407

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/02/02 TAP	Memo re: Debtors statements re: Employee matters	2.10	472.50
04/02/02 TAP	Examine Documents Minutes of 2001 Compensation Committee meetings	3.50	787.50
04/03/02 SLH	Examine Documents J. ALIX MATERIAL	.30	178.50
04/03/02 SLH	Examine Documents ADAMSON TRANSCRIPT REVIEW	.10	59.50
04/03/02 SLH	Examine Documents GBR/ADAMSON ISSUES	.30	178.50
04/03/02 SLH	Memo RE COHEN/ADAMSON	.10	59.50
04/03/02 GBR	Telephone Call(s) D. THOMAS RE: GROSS-UP, COSTING	.30	178.50
04/03/02 GBR	Telephone Call(s) M. CRAMES RE: ADAMSON BACKGROUND	.20	119.00
04/03/02 GBR	Telephone Call(s) M. GREIS RE: BACKGROUND CHECK	.10	59.50
04/03/02 GBR	Telephone Call(s) K. MCCANN RE: ADAMSON CONTRACT	.30	178.50
04/03/02 GBR	Telephone Call(s) S. CUSANO RE: ADAMSON BACKGROUND	.60	357.00
04/03/02 GBR	Conference(s) In Office W/ A. LIPKIND RE: MANAGEMENT CONTRACTS	1.30	773.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 408

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/03/02 GBR	Telephone Call(s) M. COOPER RE: ADAMSON CONTRACT	.30	178.50
04/03/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON CONTRACT	.40	238.00
04/03/02 PF	Examine Documents INVESTIGATORY ISSUES AND LETTERS RE: SENIOR MANAGEMENT	.40	206.00
04/03/02 JSF	Conference(s) in Office Alec Lipkind re: Senior Employment Issues	1.00	350.00
04/03/02 JSF	Examine Documents Letter to Board re: Employment Decisions	.30	105.00
04/03/02 JSF	Examine Documents Corporate Organizational Chart	.30	105.00
04/03/02 JSF	Examine Documents Court Records re: Adamson and Other Employment Contracts	.30	105.00
04/03/02 SMP	Telephone Call(s) call to D. Thomas re: comp. Professionals	.10	19.50
04/03/02 SMP	Telephone Call(s) call to I Becker re: compensation issues	.10	19.50
04/03/02 SMP	Telephone Call(s) call to P. Chow re: senior employment agreement motion	.20	39.00
04/03/02 SMP	Telephone Call(s) call w/ D. Thomas re: organizational chart	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 409

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/03/02 SMP	Examine Documents review debtors 3/16 report	.60	117.00
04/03/02 SMP	Examine Documents review jay alix retention agreement	.20	39.00
04/03/02 SMP	Memo create chart of Kmart corporate structure	1.30	253.50
04/03/02 SMP	Telephone Call(s) call w/ K. McCann	.20	39.00
04/03/02 SMP	Examine Documents review research re: Adamson's previous employment	.30	58.50
04/03/02 SMP	Memo revisions of chart of Kmart corporate structure	.60	117.00
04/03/02 SMP	Examine Documents review documents re: jay alix retention	.30	58.50
04/03/02 SMP	Memo review notes from call w/ K. McCann, draft memo (Adamson wk history)	.40	78.00
04/03/02 TAP	Examine Documents Draft letter to Debtors' Board	.20	45.00
04/03/02 TAP	Examine Documents 2001 Compensation Committee Minutes	2.60	585.00
04/04/02 SLH	Examine Documents EMPLOYMENT CONTRACTS	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 410

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 SLH	Review Financial Documents BUCK COMPENSATION MATERIAL	.30	178.50
04/04/02 SLH	Examine Documents ADAMSON MATTER	.20	119.00
04/04/02 SLH	Examine Documents J. ALIX MOTION	.20	119.00
04/04/02 SLH	Examine Documents CONTRACT REJECTION	.20	119.00
04/04/02 SLH	Examine Documents SCHROCK ON CONTRACTS	.20	119.00
04/04/02 SLH	Telephone Call(s) - Accountant W/KPMG RE CONTRACTS	.30	178.50
04/04/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER RE C/C CALL	.30	178.50
04/04/02 GBR	Review of Documents LOAN FORGIVENESS SCHEDULE	.40	238.00
04/04/02 GBR	Research R. CIERI RE: EXCLUSIVITY, ADAMSON CONTRACT	.40	238.00
04/04/02 GBR	Research E. IVESTER RE: ADAMSON CONTRACT	.40	238.00
04/04/02 GBR	Review of Documents ADAMSON MOTION	1.40	833.00
04/04/02 GBR	Review of Documents J. ALIX RETENTION MOTION	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 411

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 GBR	Telephone Call(s) M. KNOLL RE: ADAMSON CONTRACT	.30	178.50
04/04/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON CONTRACT	.30	178.50
04/04/02 GBR	Telephone Call(s) R. SCHROCK RE: ADAMSON CONTRACT	.40	238.00
04/04/02 GBR	Memo RE: ADAMSON CONTRACT REVISIONS	1.20	714.00
04/04/02 GBR	Examine Documents RE: ADAMSON DISCOVERY	.20	119.00
04/04/02 PF	Attend Creditors Meeting RE: ADAMSON CONTRACT	1.30	669.50
04/04/02 PF	Prepare for Creditors Meeting ADAMSON CONTRACT MOTION	1.20	618.00
04/04/02 JSF	Examine Documents Motion to Assume Adamson Contract	1.80	630.00
04/04/02 JSF	Telephone Call(s) Judy Thorp and M. Knoll re: Recommendations to Committee re: Adamson	.20	70.00
04/04/02 JSF	Telephone Call(s) M. Knoll re: KERP and Hutchinson	.20	70.00
04/04/02 JSF	Telephone Call(s) Ivester - 2x Re: Adamson Contract and Motion	.50	175.00
04/04/02 JSF	Telephone Call(s) M. Knoll and J. Thorp re: Adamson Contract	.50	175.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 412

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 JSF	Examine Documents Recommendations to Committee re: Adamson Contract	.80	280.00
04/04/02 JSF	Examine Documents Loan Forgiveness Summary	.30	105.00
04/04/02 SMP	Examine Documents review new Adamson Agreement and accompanying motion supplement.	1.20	234.00
04/04/02 SMP	Examine Documents review Adamson Agreement term sheet	.40	78.00
04/04/02 SMP	Examine Documents review Jay Alix retention agreement and accompanying motion	1.10	214.50
04/04/02 SMP	Examine Documents review documents re: new Adamson agreement and Jay Alix agreement w/ GBR	.40	78.00
04/04/02 SMP	Telephone Call(s) call w/ E. Ivester (Adamson agreement)	.60	117.00
04/04/02 SMP	Telephone Call(s) call w/ M. Knoll, J. Thorp (Adamson agreement)	.40	78.00
04/04/02 SMP	Letter-Creditors Committee draft letter to committee re: recommended modifications to Adamson contract	1.20	234.00
04/04/02 SMP	Examine Documents review documents re: Adamson agreement	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 413

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 SMP	Letter-Creditors Committee revise draft letter to committee re: Adamson	.50	97.50
04/04/02 SMP	Correspondence e-mail to M. Knoll, J. Thorp re: Adamson	.10	19.50
04/04/02 SMP	Correspondence e-mail to L. Lattig	.10	19.50
04/04/02 SMP	Examine Documents review documents re: loan gross-up payments w/ GBR	.20	39.00
04/04/02 SMP	Examine Documents review Adamson's initial employment contract motion	.20	39.00
04/04/02 SMP	Telephone Call(s) call w/ J. Thorp (Agreement recommendations)	.20	39.00
04/04/02 SMP	Telephone Call(s) call w/ M Knoll (mtg with Hutchison)	.20	39.00
04/04/02 TAP	Memo Re: Adamson Agreement	.20	45.00
04/05/02 SLH	Examine Documents ADAMSON CONTRACT	.40	238.00
04/05/02 SLH	Telephone Call(s) - Creditors Committee W/MCCANN RE ANALYSIS OF ADAMSON CONTRACT	.20	119.00
04/05/02 SLH	Correspondence TO MCCANN RE ADAMSON	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 414

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 SLH	Telephone Call(s) - Accountant W/LATTIG RE ADAMSON TERM SHEET	.10	59.50
04/05/02 SLH	Memo RE LATTIG REPORT	.10	59.50
04/05/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON MOTION WITHDRAWAL	.30	178.50
04/05/02 GBR	Telephone Call(s) M. KNOLL RE: GROSS-UP ANALYSIS	.30	178.50
04/05/02 GBR	Memo RE: ADAMSON CONTRACT REVISIONS	1.90	1,130.50
04/05/02 GBR	Telephone Call(s) M. COOPER RE: ADAMSON CONTRACT	.30	178.50
04/05/02 GBR	Telephone Call(s) K. MCCANN RE: ADAMSON CONTRACT STATUS	.20	119.00
04/05/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON REVISIONS	.40	238.00
04/05/02 GBR	Telephone Call(s) M. COOPER RE: CEO CANDIDATES	.20	119.00
04/05/02 GBR	Telephone Call(s) R. SCHROCK RE: ADAMSON CONTRACT	.20	119.00
04/05/02 GBR	Telephone Call(s) M. COOPER RE: ADAMSON BACKGROUND	.20	119.00
04/05/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON REVISION	.30	178.50
04/05/02 GBR	Telephone Call(s) K. NEWMAN RE: ADAMSON REVISIONS	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 415

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON REVISIONS	.10	59.50
04/05/02 JSF	Telephone Call(s) 2x-Ivester re: Adamson Motion and Loan Forgiveness	.40	140.00
04/05/02 JSF	Telephone Call(s) re: Adamson Contract - Revisions per committee call	1.50	525.00
04/05/02 JSF	Examine Documents Review Recommended Changes to Adamson Contract	.60	210.00
04/05/02 JSF	Examine Documents Adamson Agreement	.30	105.00
04/05/02 JSF	Telephone Call(s) Jones Day re: Employment Agreements	.30	105.00
04/05/02 JSF	Examine Documents Withdrawal of Adamson Motion	.20	70.00
04/05/02 JSF	Research News Articles re: Adamson Retention	.20	70.00
04/05/02 SMP	Letter-Creditors Committee revision of letter to committee re: position on Adamson contract recommendations.	.20	39.00
04/05/02 SMP	Letter-Creditors Committee fax to full committee re: letter re: Adamson contract recommendations	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 416

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/05/02 SMP	Correspondence e-mail re: Adamson contract recommendation to full committee	.30	58.50
04/05/02 SMP	Correspondence review documents re: senior management contracts, and KERP	.80	156.00
04/05/02 SMP	Letter-Debtor's Attorney revisions of letter re: committee's position on Adamson contract	1.60	312.00
04/05/02 SMP	Telephone Call(s) call w/ L. Ashe re: Sr. Mgmt. contracts	.20	39.00
04/05/02 SMP	Correspondence e-mail to R. Schrock re: Adamson contract	.20	39.00
04/05/02 SMP	Correspondence e-mail committee revised letter	.20	39.00
04/05/02 SMP	Letter-Debtor's Attorney e-mail Committee letter to E. Ivestor.	.20	39.00
04/05/02 SMP	Examine Documents review documents re: letter of credit	.10	19.50
04/08/02 SLH	Examine Documents EMPLOYEE COMPLAINTS	.20	119.00
04/08/02 SLH	Telephone Call(s) - Creditors Committee COOPER/GBR RE MANAGEMENT	.20	119.00
04/08/02 GBR	Telephone Call(s) M. GREIS RE: ADAMSON BACKGROUND	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 417

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/08/02 GBR	Telephone Call(s) M. COOPER RE: CEO POSSIBILITIES	.20	119.00
04/08/02 GBR	Telephone Call(s) M. GRIES RE: REVCO EXIT	.10	59.50
04/08/02 GBR	Telephone Call(s) M. COOPER RE: EMPLOYEE MORALE	.20	119.00
04/08/02 GBR	Review of Documents CARSON MEMO	.50	297.50
04/08/02 GBR	Telephone Call(s) P. THORNER RE: CEO CHOICES	.30	178.50
04/08/02 PF	Examine Documents RE: COMPENSATION PACKAGE	.90	463.50
04/08/02 ENS	Examine Documents RE - ADAMSON CONTRACT ISSUES	.20	95.00
04/08/02 JSF	Examine Documents Adamson Employment Contract Issues	.80	280.00
04/08/02 SMP	Examine Documents review documents re: Adamson compensation	.70	136.50
04/08/02 SMP	Examine Documents review documents re: loan forgiveness	.30	58.50
04/09/02 GBR	Telephone Call(s) M. COOPER RE: MANAGEMENT CONTRACTS	.30	178.50
04/09/02 JSF	Telephone Call(s) L. Ashe re: Adamson and Penske	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 418

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/09/02 JSF	Examine Documents Adamson Motion	.40	140.00
04/09/02 TAP	Examine Documents 2001 Board Minutes	.70	157.50
04/10/02 SLH	Examine Documents ADAMSON CONTRACT REVIEW	.20	119.00
04/10/02 GBR	Conference Out of Office W/J. BUTLER, A. KOCH, J. ADAMSON RE: EMPLOYMENT CONTRACTS	2.40	1,428.00
04/10/02 PF	Examine Documents LOAN FORGIVENESS PROGRAM	.40	206.00
04/10/02 JSF	Examine Documents Proposed Revisions to Adamson and JA&A Contracts	.30	105.00
04/10/02 JSF	Examine Documents Issues re: Objection to Loan Forgiveness Program	.30	105.00
04/10/02 SMP	Memo create chart re: Kmart organizational structure	1.40	273.00
04/10/02 TAP	Review File re: Employment Contracts	.60	135.00
04/10/02 TAP	Examine Documents 2001 Board Minutes	.90	202.50
04/11/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/NOVIKOFF RE ADAMSON, ET AL.	.60	357.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 419

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 SLH	Telephone Call(s) - Debtor's Attorney W/BUTLER RE ADAMSON, ETC.	.30	178.50
04/11/02 SLH	Examine Documents JSF/CONTRACT FOR ADAMSON	.10	59.50
04/11/02 SLH	Examine Documents GBR/REVISION TO ADAMSON CONTRACT	.20	119.00
04/11/02 GBR	Telephone Call(s) A. LIPKIND RE: ADAMSON CONTRACT 2X	.60	357.00
04/11/02 GBR	Telephone Call(s) J. BUTLER RE: ADAMSON CONTRACT 2X	.50	297.50
04/11/02 GBR	Telephone Call(s) J. BUTLER RE: SEVERANCE	.10	59.50
04/11/02 GBR	Telephone Call(s) G. SHAPIRO RE: ADAMSON CONTRACT REVISIONS	.30	178.50
04/11/02 GBR	Telephone Call(s) A. LIPKIND RE: ADAMSON REVISIONS	.20	119.00
04/11/02 GBR	Telephone Call(s) G. SHAPIRO RE: ADAMSON CONTRACT, EXCLUSIVITY	.40	238.00
04/11/02 GBR	Telephone Call(s) L. ASHE RE: ADAMSON CONTRACT	.40	238.00
04/11/02 GBR	Memo RE: J. ADAMSON REVISED CONTRACT	1.20	714.00
04/11/02 GBR	Telephone Call(s) P. PANTALEO RE: ADAMSON K	.80	476.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 420

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 GBR	Telephone Call(s) G. SHAPIRO RE: ADAMSON REVISIONS	.40	238.00
04/11/02 GBR	Telephone Call(s) J. BUTLER RE: ADAMSON REVISIONS	.40	238.00
04/11/02 PF	Examine Documents LOAN PROGRAM ISSUES	.20	103.00
04/11/02 JSF	Examine Documents Terms of JA&A and Adamson Revised Contracts	.40	140.00
04/11/02 JSF	Memo Summary of Revised Compensation Terms	1.40	490.00
04/11/02 JSF	Telephone Call(s) J. Butler -2x - Adamson and JA&A Contracts	.20	70.00
04/11/02 JSF	Examine Documents JA&A Contract	.20	70.00
04/11/02 JSF	Telephone Call(s) J. Butler re: Objections of Finance Committee	.20	70.00
04/11/02 JSF	Telephone Call(s) R. Cieri re: Finance Committee's Position on Motions	.30	105.00
04/11/02 JSF	Telephone Call(s) P. Pantaleo re: Adamson, JA&A and, Exclusivity and Protective Order	.80	280.00
04/11/02 JSF	Telephone Call(s) Ashe and Lattig re: JA&A and Adamson Agreements and Exclusivity	.60	210.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 421

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 JSF	Telephone Call(s) Butler re: Adamson Terms	.20	70.00
04/11/02 JSF	Examine Documents Adamson Contract - Term of Agreement	.30	105.00
04/11/02 JSF	Examine Documents Finance Committee's Response to Employment Contracts	.30	105.00
04/11/02 SMP	Examine Documents review J. Alix agreement (re: additional employees)	.20	39.00
04/11/02 SMP	Telephone Call(s) call to L. Ashe re: new proposed Adamson agreement	.20	39.00
04/11/02 SMP	Telephone Call(s) w/ L. Ashe, L. Lattig ,GBR, re: proposed revisions to Adamson and J. Alix contracts.	.60	117.00
04/11/02 SMP	Examine Documents review documents re: proposed Adamson and J Alix contracts	2.10	409.50
04/11/02 TAP	Letter-Creditors Committee re: Revised Employment Agreements	.20	45.00
04/12/02 SLH	Examine Documents ADAMSON CONTRACT	.20	119.00
04/12/02 SLH	Correspondence TO LIPKIND RE ADAMSON CONTRACT	.10	59.50
04/12/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER, COOPER, SHAPIRO RE ADAMSON	.50	297.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 422

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 SLH	Examine Documents REVISIONS TO ADAMSON CONTRACT	.30	178.50
04/12/02 GBR	Telephone Call(s) M. KNOLL RE: ADAMSON CONTRACT CHANGES	.30	178.50
04/12/02 GBR	Telephone Call(s) J. BUTLER RE: ADAMSON CONTRACT REVISIONS 2X	.60	357.00
04/12/02 GBR	Prepare Papers REVISE ADAMSON CONTRACT	1.60	952.00
04/12/02 GBR	Telephone Call(s) M. COOPER RE: MANAGEMENT CHANGES	.30	178.50
04/12/02 GBR	Telephone Call(s) L. HEIMAN RE: ADAMSON CONTRACT REVISIONS	.30	178.50
04/12/02 GBR	Telephone Call(s) A. LIPKIND RE: EMPLOYMENT CONTRACT	.30	178.50
04/12/02 PF	Examine Documents ADAMSON CONTRACT CHANGES	1.00	515.00
04/12/02 JSF	Examine Documents Revised Adamson Contract	3.20	1,120.00
04/12/02 JSF	Telephone Call(s) P. Pantaleo re: Status on Exclusivity and Adamson Contract	.20	70.00
04/12/02 JSF	Telephone Call(s) Ivester re: Adamson Contract	.30	105.00
04/12/02 JSF	Examine Documents Fried Frank Mark-Up of Adamson Agreement	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 423

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/12/02 JSF	Examine Documents Final Draft of Adamson Contract	.40	140.00
04/12/02 SMP	Examine Documents Review amended supplement to Motion to Assume Adamson Employment Agreement, filed April 12	.40	78.00
04/12/02 SMP	Examine Documents Review revised Adamson Employment Agreement (as of 4/12)	.90	175.50
04/12/02 SMP	Examine Documents Review documents re: Adamson amended contract	.30	58.50
04/12/02 SMP	Examine Documents Review proposed Order authorizing Adamson Agreement	.10	19.50
04/12/02 SMP	Examine Documents Review documents regarding the officer loan forgiveness program	.60	117.00
04/12/02 SMP	Examine Documents Review documents re: R. Goddu	.10	19.50
04/12/02 SMP	Examine Documents Review documents re: Officer Loan Program	.30	58.50
04/12/02 SMP	Examine Documents Review Julian Day contract term summary	.30	58.50
04/15/02 SLH	Examine Documents ADAMSON MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 424

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 SLH	Examine Documents GBR/FINANCE MEETING ISSUES	.20	119.00
04/15/02 SLH	Examine Documents ADAMSON MATERIAL	.20	119.00
04/15/02 SLH	Telephone Call(s) - Creditors Committee W/NEWMAN RE ADAMSON	.20	119.00
04/15/02 SLH	Examine Documents ADAMSON MOTIONS	.20	119.00
04/15/02 SLH	Telephone Call(s) W/ART NEWMAN RE MANAGEMENT	.20	119.00
04/15/02 SLH	Memo RE NEWMAN CALL	.10	59.50
04/15/02 GBR	Telephone Call(s) P. HARNER RE: ADAMSON CONTRACT	.30	178.50
04/15/02 GBR	Prepare Papers REVISE ADAMSON CONTRACT MOTION	.80	476.00
04/15/02 GBR	Telephone Call(s) M. MCDERMOTT RE: REVISE ADAMSON MOTION	.20	119.00
04/15/02 GBR	Telephone Call(s) L. ASHE RE: LOAN FORGIVENESS, COMP ISSUES	.30	178.50
04/15/02 GBR	Telephone Call(s) M. KNOLL RE: MANAGEMENT COMPS	.10	59.50
04/15/02 GBR	Telephone Call(s) G. SHAPIRO & K. MCCANN RE: ADAMSON	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 425

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 GBR	Prepare Papers RE: LOAN PROGRAM & FORGIVENESS	.70	416.50
04/15/02 GBR	Conference Out of Office AT SKADDEN RE: ADAMSON, EXCLUSIVITY	2.00	1,190.00
04/15/02 GBR	Telephone Call(s) M. COOPER RE: ADAMSON MOTION	.20	119.00
04/15/02 PF	Examine Documents potential claims/loan program	.60	309.00
04/15/02 JSF	Examine Documents Revised Adamson Motion and Contract	2.20	770.00
04/15/02 JSF	Conference out of Office Meeting at Skadden with Debtors re: Adamson Contract and Financial Committee Objections	2.00	700.00
04/15/02 SMP	Examine Documents review of Day employment motion	.40	78.00
04/16/02 SLH	Examine Documents GBR/DAY CONTRACT	.40	238.00
04/16/02 GBR	Telephone Call(s) M. KNOLL RE: KPMG WITNESS PREP, LOAN FORGIVENESS	.80	476.00
04/16/02 GBR	Telephone Call(s) E. IVESTER RE: EXCLUSIVITY, ADAMSON OBJS.	.30	178.50
04/16/02 GBR	Telephone Call(s) R. SCHROCK RE: KERP, ADAMSON, EXCLUSIVITY, ETC.	.40	238.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 426

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON MOTION REVISIONS	.20	119.00
04/16/02 GBR	Prepare Papers REVISE ADAMSON MOTION	.40	238.00
04/16/02 GBR	Prepare Papers KPMG PROFFERS	1.20	714.00
04/16/02 GBR	Memo LOAN FORGIVENESS	1.40	833.00
04/16/02 PF	Examine Documents RE: OBJECTION OF FINANCIAL COMM.; HEARING ON SAME	.60	309.00
04/16/02 JSF	Examine Documents Finance Committee's Position on Adamson and Management	1.40	490.00
04/16/02 JSF	Telephone Call(s) KPMG re: Preparation for Hearings on Adamson and Exclusivity	.40	140.00
04/16/02 JSF	Examine Documents Day Contract	.40	140.00
04/16/02 JSF	Examine Documents Conference Call Minutes re: Employment Agreements	.20	70.00
04/16/02 SMP	Examine Documents Review documents re: Hutchison employment, Adamson employment, and J. Alix w/GBR; SLH	.40	78.00
04/16/02 SMP	Telephone Call(s) Call to Lattig re: teleconference	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 427

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/16/02 SMP	Telephone Call(s) Call to M. Knoll re: teleconference	.10	19.50
04/16/02 SMP	Examine Documents Review Motion to Assume J. Day Agreement	.30	58.50
04/16/02 SMP	Examine Documents Review Julian C. Day Employment Agreement	.80	156.00
04/16/02 SMP	Memo Re: Julian C. Day employment contract	1.20	234.00
04/16/02 SMP	Examine Documents Review documents re: loan forgiveness program	1.80	351.00
04/16/02 SMP	Examine Documents Review D'Onofrio Promissory Note and 12/01 Employment Agreement	.60	117.00
04/16/02 SMP	Research Research re: officer loans as consideration	2.40	468.00
04/16/02 SMP	Examine Documents Review Debtors' report re: loan program	.80	156.00
04/17/02 SLH	Examine Documents JONES DAY DEPOSITION MATERIAL	.10	59.50
04/17/02 SLH	Examine Documents DAY MOTION	.20	119.00
04/17/02 SLH	Examine Documents ADAMSON MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 428

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 SLH	Examine Documents GBR/ADAMSON/DAY ISSUES	.20	119.00
04/17/02 SLH	Telephone Call(s) - Creditor's Atty/Rep W/PANTALEO RE EXCLUSIVITY, ADAMSON	.20	119.00
04/17/02 SLH	Examine Documents DISCOVERY ON ADAMSON	.10	59.50
04/17/02 GBR	Prepare Papers KPMG PROFFERS	.50	297.50
04/17/02 GBR	Review of Documents JONES DAY DISCOVERY REQUESTS	.10	59.50
04/17/02 GBR	Telephone Call(s) M. KNOLL RE: KPMG PROFFERS	.30	178.50
04/17/02 GBR	Telephone Call(s) CONF CALL W/CO-CHAIRS, KPMG RE: ADAMSON	.80	476.00
04/17/02 GBR	Telephone Call(s) CONF CALL W/J. THORP, M. KNOLL RE; CEO COMPS	.50	297.50
04/17/02 GBR	Telephone Call(s) E. IVESTER RE: ADAMSON SETTLEMENT	.20	119.00
04/17/02 GBR	Telephone Call(s) B. SCHELER RE: ADAMSON CONTRACT	.20	119.00
04/17/02 PF	Telephone Call(s) re: Court (motion) W/GBR / RE: HEARING ON OBJECTION	.20	103.00
04/17/02 JSF	Telephone Call(s) KPMG re: Julian Day Contract	.30	105.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 429

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 JSF	Examine Documents Julian Day Contract	1.00	350.00
04/17/02 JSF	Research Comparison of Other Senior Executives - Make Whole Provisions	.60	210.00
04/17/02 JSF	Examine Documents KPMG re: Compensation Comparables	.60	210.00
04/17/02 JSF	Examine Documents Status of Settlement Discussions with Debtors and Financial Institutions' Committee re: Adamson	.30	105.00
04/17/02 SMP	Examine Documents Review promissory notes (McDonald, D'Onofrio, Rots)	.80	156.00
04/17/02 SMP	Examine Documents Review Julian Day employment agreement	.70	136.50
04/17/02 SMP	Research re: consideration (loan forgiveness program)	2.30	448.50
04/17/02 SMP	Examine Documents Review documents re: executive compensation	.30	58.50
04/17/02 SMP	Examine Documents Review documents re: executive compensation and Day contract	1.20	234.00
04/17/02 TAP	Research RE: OFFICER LOAN PROGRAM	.20	45.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 430

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 MIR	Examine Documents employee benefits programs	.60	93.00
04/18/02 SLH	Telephone Call(s) - Debtor's Attorney W/IVESTER, BUTLER, ETC RE STATUS OF CONTRACTS	.20	119.00
04/18/02 SLH	Examine Documents GBR/CONTRACT ISSUES	.20	119.00
04/18/02 SLH	Examine Documents W/TUTTLE RE MANAGEMENT ISSUES	.20	119.00
04/18/02 GBR	Telephone Call(s) B. SCHELER RE: ADAMSON CONTRACT	.40	238.00
04/18/02 GBR	Examine Documents RE: ADAMSON	.20	119.00
04/18/02 GBR	Telephone Call(s) J. BUTLER RE: J. DAY CONTRACT	.20	119.00
04/18/02 GBR	Telephone Call(s) G. SHAPIRO RE: CONTRACT SETTLEMENTS	.30	178.50
04/18/02 GBR	Telephone Call(s) E. IVESTER RE: KERP SETTLEMENT	.20	119.00
04/18/02 GBR	Telephone Call(s) K. NEWMAN RE: ADAMSON SETTLEMENT	.10	59.50
04/18/02 GBR	Telephone Call(s) M. KNOLL RE: LOAN FORGIVENESS MEMO	.40	238.00
04/18/02 GBR	Examine Documents RE: 4/23 OMNIBUS	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 431

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 PF	Research re Legal Papers RE: LOAN PROGRAM	1.20	618.00
04/18/02 JSF	Examine Documents Adamson Contract	.40	140.00
04/18/02 JSF	Telephone Call(s) G. Butler re: Status of Negotiations	.30	105.00
04/18/02 JSF	Examine Documents Correspondence re: Discovery Schedule	.20	70.00
04/18/02 JSF	Examine Documents Settlement of Adamson Contract	.20	70.00
04/18/02 RJF	Analysis of Legal Papers REVIEW LEGAL PAPERS AND MEMO TO SMP RE EMPLOYEES RETENTION	1.00	375.00
04/18/02 SMP	Research re: burdens of proof re: loan program	1.60	312.00
04/18/02 SMP	Research re: fraudulent conveyance/loan program	3.40	663.00
04/18/02 SMP	Research re: preferences	2.10	409.50
04/18/02 SMP	Examine Documents compile facts of loan retention program	.40	78.00
04/18/02 SMP	Examine Documents review pwc report	.30	58.50
04/19/02 SLH	Examine Documents KERP EXCLUSIVITY AND ORDER	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 432

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 GBR	Telephone Call(s) R. SCHROCK RE: CONTRACT & EXCLUSIVITY SETTLEMENTS	.40	238.00
04/19/02 GBR	Telephone Call(s) A. KOCH RE: DAY CONTRACT	.40	238.00
04/19/02 GBR	Telephone Call(s) M. COOPER RE: MERCHANT INTERVIEWS	.30	178.50
04/19/02 GBR	Review of Documents KERP EXCLUSIVITY & RABBI TRUST ORDERS	.70	416.50
04/19/02 PF	Examine Documents RE: ADAMSON SETTLEMENT	.40	206.00
04/19/02 JSF	Telephone Call(s) Al Koch re: Julian Day Proposal	.20	70.00
04/19/02 JSF	Examine Documents Proposed KERP Order	.20	70.00
04/19/02 JSF	Examine Documents Proposed Deferred Comp Order	.20	70.00
04/19/02 SMP	Examine Documents review deferred compensation draft order	.20	39.00
04/19/02 SMP	Examine Documents review draft order re: KERP	.20	39.00
04/19/02 SMP	Telephone Call(s) committee teleconference re: executive employment agreements	1.00	195.00
04/19/02 SMP	Examine Documents review notes from meeting	.30	58.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 433

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/19/02 SMP	Examine Documents review Day agreement and suggested revisions/amendments	1.70	331.50
04/19/02 SMP	Memo revise draft memo re: loan forgiveness	1.40	273.00
04/19/02 SMP	Examine Documents review research re: claims re: loan forgiveness program	1.10	214.50
04/22/02 SLH	Review Financial Documents GBR/ADAMSON ISSUES	.20	119.00
04/22/02 SLH	Examine Documents ADAMSON CONTRACT	.20	119.00
04/22/02 SLH	Examine Documents DAY CONTRACT	.20	119.00
04/22/02 SLH	Examine Documents DAY, ADAMSON AND KERP ORDERS	.20	119.00
04/22/02 GBR	Review of Documents ADAMSON CONTRACT & ORDER	.50	297.50
04/22/02 GBR	Review of Documents DAY CONTRACT & ORDER	.40	238.00
04/22/02 GBR	Telephone Call(s) R. SCHROCK RE: ADAMSON ORDER	.20	119.00
04/22/02 GBR	Telephone Call(s) E. IVESTER RE: DAY ORDER	.10	59.50
04/22/02 GBR	Telephone Call(s) L. HEIMAN RE: ADAMSON CONTRACT	.10	59.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 434

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 GBR	Telephone Call(s) J. BUTLER RE: ADAMSON CONTRACT	.30	178.50
04/22/02 GBR	Review of Documents KERP ORDER	.30	178.50
04/22/02 GBR	Examine Documents RE: 4/23 OMNIBUS PREP	.20	119.00
04/22/02 GBR	Conference Out of Office ½ NON-WORKING TRAVEL TIME TO CHICAGO	1.30	773.50
04/22/02 GBR	Memo LOAN PROGRAM FACT MEMO	1.10	654.50
04/22/02 GBR	Review of Documents PREP FOR OMNIBUS HEARINGS	2.40	1,428.00
04/22/02 PF	Examine Documents RE: LOAN PROGRAM	.30	154.50
04/22/02 JSF	Examine Documents Revised Day and Adamson Contracts	3.00	1,050.00
04/22/02 JSF	Telephone Call(s) R. Schrock re: Adamson Contract	.20	70.00
04/22/02 JSF	Examine Documents Draft JA&A, Adamson, Deferred Comp and Day Orders	1.20	420.00
04/22/02 SMP	Memo draft/revise memo re: loan forgiveness program	1.30	253.50
04/22/02 SMP	Examine Documents reviews documents re: loan forgiveness program	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 435

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 SMP	Examine Documents review notes re: Day and Adamson agreements suggested revisions	.20	39.00
04/22/02 SMP	Examine Documents review/analyze revised Adamson employment agreement	.80	156.00
04/22/02 SMP	Examine Documents review/analyze revised Day employment agreement	.70	136.50
04/22/02 DJL	Examine Documents Trustee's Objection to Jay Alix	.30	58.50
04/22/02 TAP	Examine Documents REVISED EMPLOYMENT ORDERS	.40	90.00
04/23/02 SLH	Examine Documents REVISED ADAMSON CONTRACT	.20	119.00
04/23/02 GBR	Conference Out of Office W/ D. THOMAS, M. KNOLL RE: LOAN RETENTION PROGRAM	2.20	1,309.00
04/23/02 GBR	Memo RE: LOAN RETENTION PROGRAM HISTORY	1.80	1,071.00
04/23/02 GBR	Review of Documents PREP FOR OMNIBUS HEARINGS	1.30	773.50
04/23/02 GBR	Conference Out of Office OMNIBUS HEARINGS	3.60	2,142.00
04/23/02 JSF	Conference out of Office KPMG - Loan Forgiveness Program	.70	245.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 436

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 SMP	Conference out of Office at KPMG - loan forgiveness program	1.60	312.00
04/23/02 SMP	Examine Documents Review Revised Adamson Agreement	.70	136.50
04/23/02 DJL	Examine Documents Reviewed Amended Adamson Agreement	.50	97.50
04/23/02 DJL	Examine Documents Deferred Comp Proposed Order	.20	39.00
04/23/02 DJL	Examine Documents Proposed KERP Order	.20	39.00
04/24/02 SLH	Examine Documents GBR/ADAMSON, MISCELLANEOUS CONTRACT ISSUES	.40	238.00
04/24/02 SLH	Examine Documents REVIEWED ADAMSON ORDER	.20	119.00
04/25/02 JSF	Examine Documents Open Issues re: Motion to Assume Senior Management Contracts	.40	140.00
04/25/02 JSF	Research Adamson/Day - Ordinary Course Decision	.40	140.00
04/25/02 SMP	Examine Documents review of documents re: loan retention programs	2.10	409.50
04/26/02 GBR	Telephone Call(s) K. TAYLOR RE: GODDU BACKGROUND CHECK	.30	178.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 437

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/26/02 GBR	Telephone Call(s) G. SHAPIRO RE: EMPLOYMENT CONTACTS, YEAR END RESULTS	.40	238.00
04/26/02 MIR	Examine Documents employee/executive employment agreements	1.40	217.00
04/29/02 SLH	Examine Documents TRANSCRIPT ON ADAMSON, DAY, J ALIX	.50	297.50
04/29/02 GBR	Review of Documents RABBI TRUST DOC	.30	178.50
04/29/02 GBR	Telephone Call(s) K. GLEASON RE: EMPLOYMENT CONTRACTS	.60	357.00
04/29/02 GBR	Review of Documents 4/23 & 4/24 OMNIBUS TRANSCRIPTS	.80	476.00
04/29/02 JSF	Examine Documents Hearing Transcript re: Ordinary Course Professionals	1.00	350.00
04/29/02 SMP	Examine Documents review KMPG analysis of loan program	.60	117.00
04/29/02 SMP	Examine Documents review notes re: loan program	.30	58.50
04/29/02 SMP	Examine Documents review KPMG February 2002 report (re: retention loans)	1.10	214.50
04/29/02 SMP	Memo draft memo re: Debtors' loan forgiveness program	2.90	565.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 438

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/02 SMP	Telephone Call(s) call to Doug Thomas re: Dec. 2001 employment agreement and confidentiality agreements	.20	39.00
04/29/02 SMP	Memo revise draft memo re: loan forgiveness program	1.30	253.50
04/29/02 TAP	Review File re: Deferred Compensation order	.30	67.50
04/30/02 GBR	Prepare Papers LOAN FORGIVENESS MEMO	1.60	952.00
04/30/02 GBR	Review of Documents EMPLOYEE CONFIDENTIALITY AGREEMENT	.40	238.00
04/30/02 GBR	Review of Documents SENIOR EXECUTIVES 12/3/01 EMPLOYMENT AGREEMENTS	.50	297.50
04/30/02 PF	Review/correct Memorandum RE: LOAN PROGRAM	.50	257.50
04/30/02 JSF	Telephone Call(s) M. Knoll re: Loan Forgiveness Program	.40	140.00
04/30/02 JSF	Examine Documents Confidentiality Agreement - Employee Retention	.30	105.00
04/30/02 SMP	Examine Documents review documents re: executive loans, forgiven loans and earlier cash payments	.60	117.00
04/30/02 TAP	Review File W/GBR, RE: LOAN FORGIVENESS	.60	135.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 439

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/02 TAP	Examine Documents W/ GBR, EXECUTION EMPLOYMENT AGREEMENTS	.10	22.50
TOTAL PHASE 36		606.90	\$ 229,863.00

Phase: 37

Relief from Stay Proceedings

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/07/02 SLH	Examine Documents OBJECTION TO ROSE WOOD STAY MOTION	.10	59.50
02/08/02 GBR	Review of Documents ZIMMERMAN LIFTSTAY	.20	119.00
02/10/02 DJL	Examine Documents Reviewed Zimmerman Motion seeking relief from stay	.40	78.00
02/10/02 DJL	Memo-File Summary of Zimmerman Motion seeking relief from stay	.60	117.00
02/10/02 DJL	Examine Documents Reviewed Wood Motion seeking relief from stay	.50	97.50
02/10/02 DJL	Memo-File Summary of Wood Motion seeking relief from stay	.60	117.00
02/11/02 GBR	Review of Documents COMERICA LIFTSTAY MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 440

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/02 GBR	Review of Documents F&V LIFTSTAY MOTION	.20	119.00
02/11/02 JSF	Examine Documents Relief from Stay Motions	.60	210.00
02/11/02 DJL	Memo Revisions to Zimmerman Motion summary	.50	97.50
02/11/02 DJL	Memo Revisions to Wood Motion summary	.50	97.50
02/11/02 DJL	Examine Documents Reviewed Dorothy Graf Lift Stay Motion	.30	58.50
02/11/02 DJL	Memo Summary of Graf Lift Stay Motion	.30	58.50
02/12/02 DJL	Examine Documents Reviewed Debtors Objection to Zimmerman Motion	.30	58.50
02/12/02 DJL	Examine Documents Reviewed Debtors Objection to Wood Motion	.30	58.50
02/12/02 DJL	Examine Documents Reviewed Afco Credit Corporation Adequate Protection and Stay Relief Motion	.50	97.50
02/12/02 DJL	Memo Summary of Afco Motion	.40	78.00
02/13/02 CAP	Examine Documents Lift stay motions, debtors' responses to life stay motions	.30	46.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 441

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/13/02 EMA	Examine Documents various objections to lift stay motion	.40	62.00
02/15/02 CAP	Examine Documents Various motions regarding relief from stay	.40	62.00
02/19/02 EMA	Examine Documents various lift stay motions	.40	62.00
02/20/02 EMA	Examine Documents lift stay motions	.50	77.50
02/21/02 SLH	Examine Documents WELLS, COMERICA STAY MOTION	.20	119.00
02/21/02 GBR	Review of Documents COLONY LIFTSTAY MOTION	.20	119.00
02/21/02 GBR	Review of Documents WHITE LIFTSTAY MOTION	.20	119.00
02/22/02 EMA	Examine Documents numerous lift stay motions	.60	93.00
02/23/02 TAP	Examine Documents Sedgwick motion to require the Debtors to assume or reject Outsourcing Agreement	.50	112.50
02/23/02 TAP	Memo re: Sedgwick Motion	.30	67.50
02/23/02 TAP	Examine Documents Hartford Motion to lift stay	.30	67.50
02/23/02 TAP	Memo re: Hartford Motion to lift stay	.30	67.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 442

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/24/02 TAP	Examine Documents Kolodziey, et al. motion for relief from stay	.30	67.50
02/24/02 TAP	Memo re: Kolodziey, et al. motion for relief from stay	.30	67.50
02/25/02 GBR	Review of Documents HARTFORD LIFTSTAY MOTION	.30	178.50
02/25/02 SMP	Examine Documents Review documents re: relief from stay motion filed	.40	78.00
02/25/02 TAP	Examine Documents F&V Motion for Relief from Stay	.30	67.50
02/25/02 TAP	Memo re: F&V Motion for Relief from Stay	.30	67.50
02/25/02 TAP	Examine Documents Colony of Latrobe motion and summary	.30	67.50
02/28/02 WMS	Exam. of Documents Real Estate: Lift Stay Papers	.40	238.00
02/28/02 TAP	Examine Documents Review numerous motions to lift stay	1.30	292.50
03/01/02 JSF	Examine Documents Lift Stay Motions for 3/6 Hearing	.60	210.00
03/03/02 GBR	Review of Documents OMNIBUS OBJ. TO LIFTSTAY MOTIONS	.20	119.00
03/04/02 JSF	Examine Documents Lift Stay Motions re: PI Claims	.40	140.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 443

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/04/02 TAP	Memo Review and summarize Debtors objection to Church & Dwight motion	.60	135.00
03/04/02 TAP	Memo re: Kolodziey reply to Debtors' objection	.70	157.50
03/05/02 TAP	Examine Documents Kolodziey reply to Debtors objection	.30	67.50
03/07/02 EMA	Examine Documents various motions to lift stay	.40	62.00
03/07/02 SMP	Examine Documents Review motion re: automatic stay (floorgraphics)	.60	117.00
03/07/02 SMP	Memo Summarize motion re: automatic stay (floorgraphics)	1.90	370.50
03/07/02 SMP	Memo Revise summary memo re automatic stay	.20	39.00
03/07/02 TAP	Memo Motions of Personal Injury Claimants	.60	135.00
03/08/02 JTM	Examine Documents documents re: relief from stay	.30	46.50
03/11/02 GBR	Review of Documents Georgia Lift Stay Motion	.20	119.00
03/11/02 GBR	Review of Documents Brookfield Lift Stay Motion	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 444

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/11/02 GBR	Review of Documents LabCorp Assumption Motion	.20	119.00
03/11/02 GBR	Review of Documents Fla Lift Stay Motion	.30	178.50
03/11/02 DJL	Examine Documents Reviewed Motion Filed by Brookfield Beverly Road Associates re Relief from Stay	.60	117.00
03/11/02 DJL	Memo Summary re Brookfield motion	.50	97.50
03/12/02 SMP	Memo review and revise memo re: Floorgaphics motion for relief from stay	.30	58.50
03/12/02 DJL	Examine Documents Reviewed Branch Relief from Stay motion	.40	78.00
03/12/02 DJL	Memo Summary of Branch Relief from Stay motion	.40	78.00
03/12/02 DJL	Examine Documents Reviewed Georgia Dept. of Transportation Relief from Stay Motion	.40	78.00
03/12/02 DJL	Memo Summary of Georgia Dept. of Transportation Relief from Stay Motion	.30	58.50
03/13/02 BEK	Prepare Legal Papers Lift stay Motions 1354 through 1504	1.80	279.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 445

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/13/02 DJL	Examine Documents Reviewed City of Miami relief from stay motion	.20	39.00
03/13/02 DJL	Memo Summary of City of Miami relief from stay	.20	39.00
03/13/02 DJL	Examine Documents Reviewed LabCorp Motion	.50	97.50
03/13/02 DJL	Memo Summary of LabCorp Motion	.40	78.00
03/13/02 DJL	Examine Documents Reviewed various lift stay motions	1.00	195.00
03/13/02 DJL	Memo Summaries of lift stay motions	1.00	195.00
03/14/02 JTM	Examine Documents lift stay motions, objections	.30	46.50
03/14/02 SMP	Examine Documents Review Fl. DOL relief from stay motion	.70	136.50
03/14/02 SMP	Memo Memo re: FL DOL relief from stay motion	1.40	273.00
03/14/02 SMP	Memo Review and revise memo re: Fl. DOL relief from stay motion	.20	39.00
03/14/02 DJL	Examine Documents Reviewed LabCorp motion for relief from stay	.60	117.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 446

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/14/02 DJL	Memo Summary of LabCorp motion	.60	117.00
03/14/02 DJL	Examine Documents Review and analysis of various lift stay motions	1.50	292.50
03/15/02 DJL	Memo Summaries of lift stay motions	.90	175.50
03/15/02 DJL	Examine Documents Reviewed Debtors objection to LabCorp	.70	136.50
03/15/02 DJL	Memo Summary of Debtors objection to LabCorp	.50	97.50
03/17/02 DJL	Examine Documents Reviewed Debtors objection to Branch motion for relief from stay	.30	58.50
03/17/02 DJL	Memo Summary of Debtors objection to Branch motion for relief from stay	.20	39.00
03/18/02 DJL	Memo Summaries of Various Relief from Stay Motions	.90	175.50
03/22/02 CAP	Examine Documents Lift stay motions, responses to lift stay motion	.40	62.00
03/25/02 GBR	Review of Documents GENERAL STAR LIFT STAY MOTION	.40	238.00
03/25/02 SMP	Examine Documents Review order re: Florine relief from stay	.20	39.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 447

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
03/25/02 SMP	Examine Documents Review order re: Brookfield relief from stay	.20	39.00
03/25/02 SMP	Examine Documents Review order re: Georgia DOT relief from stay	.20	39.00
03/25/02 SMP	Examine Documents Review order re: Cott Bev relief from stay	.20	39.00
03/25/02 SMP	Examine Documents Review order Segwick relief from stay	.10	19.50
03/25/02 SMP	Examine Documents Review lift stay order for Homer, Gerace	.10	19.50
03/26/02 CAP	Examine Documents Various motions to lift stay, notices	.50	77.50
03/26/02 SMP	Examine Documents review documents re: Floorgraphics relief from stay motion	.10	19.50
03/27/02 GBR	Review of Documents LIFT STAY SCHEDULING ORDER	.20	119.00
03/27/02 EMA	Examine Documents various lift stay motions	.60	93.00
03/28/02 CAP	Examine Documents Motions for relief from stay	.50	77.50
03/28/02 BEK	Obtaining Copies of Court Records Letters Motion for relief from stay	.80	124.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 448

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/04/02 SLH	Examine Documents MERRIWEATHER PLEADING	.20	119.00
04/04/02 JSF	Memo Motion to Deem Void Opinion re: Merriweather	.40	140.00
04/05/02 SLH	Examine Documents CONNOISSEUR PLEADING	.20	119.00
04/05/02 JSF	Examine Documents Motion for Relief from Stay re: Connoisseurs Products	.30	105.00
04/08/02 SLH	Examine Documents JONES, SUNRISE PLEADINGS	.20	119.00
04/09/02 SLH	Examine Documents YAGHOUBI STAY MOTION	.10	59.50
04/09/02 GBR	Review of Documents YAGHOUBI LIFT STAY MOTION	.20	119.00
04/09/02 JSF	Examine Documents Yaghoubi Motion for Relief from Stay	.20	70.00
04/10/02 DJL	Examine Documents Reviewed Sunrise Motion re Relief from Stay	.40	78.00
04/10/02 DJL	Memo Summary of Sunrise Motion	.30	58.50
04/10/02 DJL	Examine Documents Jones and Frank Automatic Stay	.50	97.50
04/10/02 DJL	Memo Summary of Jones and Frank Motion	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 449

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/11/02 GBR	Review of Documents LIVERPOOL STAY MOTION	.40	238.00
04/11/02 GBR	Review of Documents CONNOISSEURS LIFT STAY MOTION	.20	119.00
04/11/02 DJL	Examine Documents Reviewed Connoisseurs Products Motion	1.20	234.00
04/11/02 DJL	Memo Summary of Connoisseurs Products Motion	.40	78.00
04/12/02 DJL	Examine Documents Reviewed Liverpool Motion	.80	156.00
04/12/02 DJL	Memo Summary of Liverpool Motion	.70	136.50
04/15/02 GBR	Review of Documents ROBINSON LIFTSTAY MOTION	.20	119.00
04/15/02 GBR	Review of Documents LEARSI LIFTSTAY MOTION	.20	119.00
04/15/02 GBR	Review of Documents MYKIDS STAY MOTION	.60	357.00
04/15/02 DJL	Examine Documents Reviewed KeyBank Setoff Motion	.40	78.00
04/15/02 DJL	Memo Summary re KeyBank motion	.40	78.00
04/15/02 DJL	Examine Documents Reviewed various automatic stay motions	1.10	214.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 450

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/15/02 DJL	Memo Summary re automatic stay motions for omnibus	1.00	195.00
04/15/02 DJL	Examine Documents Reviewed Debtors' motion re MyKids	.90	175.50
04/15/02 DJL	Memo Summary re Debtors' motion re MyKids	.80	156.00
04/15/02 MIR	Review File motions to lift automatic stay	1.10	170.50
04/16/02 GBR	Review of Documents HYUNDAI ASSUMPTION MOTION	.30	178.50
04/16/02 GBR	Review of Documents AM GEN LIFTSTAY MOTION	.20	119.00
04/16/02 GBR	Review of Documents WHITFIELD LIFTSTAY MOTION	.20	119.00
04/16/02 JSF	Examine Documents Debtors' Objection to Firemen's Motion for Relief from Stay	.30	105.00
04/16/02 MIR	Examine Documents motions for relief from automatic stay	2.40	372.00
04/17/02 SLH	Examine Documents RESPONSE TO STAY RELIEF	.10	59.50
04/17/02 SLH	Examine Documents RESPONSE TO GENERAL STAR, HUSSMANN	.10	59.50
04/17/02 GBR	Review of Documents OBJ TO FLA. DEPT OF LABOR MOTION	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 451

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 GBR	Review of Documents OBJ TO HUSSMAN ASSUMPTION MOTION	.20	119.00
04/17/02 GBR	Review of Documents OBJ TO KEY BANK SET OFF MOTION	.10	59.50
04/17/02 GBR	Review of Documents OMNIBUS OBJ. TO LIFTSTAY MOTIONS	.40	238.00
04/17/02 GBR	Review of Documents OBJ TO GENERAL STAR LIFTSTAY MOTION	.20	119.00
04/17/02 GBR	Review of Documents HYUNDAI ASSUMPTION MOTION	.20	119.00
04/17/02 JSF	Examine Documents Fireman's Motion for Relief to Cancel Bonds and Debtors' Response	.30	105.00
04/17/02 JSF	Examine Documents Debtors' Objection to Florida Dept. of Labor's Motion to Revoke Self Insured Status	.30	105.00
04/17/02 JSF	Examine Documents Debtors' Objection to Hussmann's Motion to Assume or Reject Executory Contract	.20	70.00
04/17/02 JSF	Examine Documents Debtors' Omnibus Objection to Relief Stay Motions	.40	140.00
04/17/02 JSF	Examine Documents Debtors' Objection to General Star Indemnity's Motion for Relief from Stay	.20	70.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 452

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/17/02 DJL	Examine Documents Debtors' Objection to Jones & Frank relief from stay	.60	117.00
04/17/02 DJL	Memo Summary re Jones & Frank Objection	.50	97.50
04/17/02 TAP	Examine Documents FIREMAN'S FUND SURETY RELIEF FROM STAY MOTION	.50	112.50
04/17/02 TAP	Examine Documents DEBTOR'S OBJECTION TO FIREMAN'S FUND MOTION	.40	90.00
04/17/02 MIR	Examine Documents lift stay motions	1.30	201.50
04/18/02 JSF	Examine Documents Objection to Key Bank's Motion For Relief From Stay for Setoff	.30	105.00
04/18/02 JSF	Examine Documents Pre-Petition Lenders' Set Off Motions and Result	.50	175.00
04/18/02 DJL	Examine Documents Debtors' Objection to KeyBank Motion	.80	156.00
04/18/02 DJL	Memo Summary of Debtors' Objection to KeyBank Motion	.70	136.50
04/18/02 DJL	Examine Documents Hussmann Motion	.70	136.50
04/18/02 DJL	Memo Summary of Hussmann Motion	.70	136.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 453

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/18/02 MIR	Examine Documents motions and objections to modify/lift automatic stay	.70	108.50
04/19/02 SLH	Examine Documents MELLON BANK MOTION	.20	119.00
04/19/02 SLH	Examine Documents KEY BANK MOTION/RESPONSES	.10	59.50
04/19/02 JSF	Examine Documents Mellon Set Off Motion	.40	140.00
04/19/02 JSF	Examine Documents Mellon Bank Set Off Motion	.30	105.00
04/19/02 DJL	Examine Documents Debtors' Objection to Hussmann	.60	117.00
04/19/02 DJL	Memo Summary of Debtors' Objection to Hussmann	.60	117.00
04/19/02 DJL	Examine Documents various lift stay motions	1.00	195.00
04/19/02 MIR	Examine Documents lift stay motions	.40	62.00
04/22/02 SLH	Examine Documents SUN TRUST MOTION	.20	119.00
04/22/02 SLH	Examine Documents RESPONSE ON LIVERPOOL	.20	119.00
04/22/02 GBR	Review of Documents SERVI MUNDO RESPONSE	.20	119.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 454

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/22/02 GBR	Review of Documents SUNTRUST LIFTSTAY MOTION	.20	119.00
04/22/02 DJL	Examine Documents Reviewed Debtors' Objection to General Star Motion	.70	136.50
04/22/02 DJL	Memo Summary of Debtors' Objection to General Star Motion	.70	136.50
04/22/02 DJL	Examine Documents Debtors' Objection to Liverpool Motion	.50	97.50
04/22/02 DJL	Memo Summary of Objection to Liverpool Motion	.50	97.50
04/22/02 DJL	Examine Documents Response of Servi Mundo re Liverpool Motion	.40	78.00
04/22/02 DJL	Memo Summary of Servi Mundo Response	.40	78.00
04/22/02 DJL	Examine Documents Debtors' Objection to Connoisseurs Motion	.30	58.50
04/22/02 DJL	Memo Summary of Debtors' Objection to Connoisseurs Motion	.30	58.50
04/23/02 SLH	Examine Documents CONNOISSEUR RESPONSE	.20	119.00
04/23/02 DJL	Examine Documents Mellon Bank Motion	.40	78.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 455

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/23/02 DJL	Memo Summary of Mellon Bank Motion	.40	78.00
04/23/02 DJL	Examine Documents SunTrust Motion	.40	78.00
04/23/02 DJL	Memo Summary of SunTrust Motion	.30	58.50
04/23/02 DJL	Examine Documents Hyundai Motion	.60	117.00
04/23/02 DJL	Memo Summary of Hyundai Motion	.50	97.50
04/23/02 TAP	Examine Documents Fl. DOL withdrawal of motion	.10	22.50
04/24/02 TAP	Examine Documents SUN TRUST SETOFF MOTION	.70	157.50
04/25/02 DJL	Examine Documents Reviewed Docket	.30	58.50
04/25/02 DJL	Examine Documents automatic stay motions to be heard 5/9	.80	156.00
04/25/02 DJL	Memo re automatic stay motions for 5/9	.80	156.00
04/26/02 GBR	Review of Documents HOSLEY LIFT STAY MOTION	.20	119.00
04/28/02 DJL	Examine Documents review and summarize automatic stay motions for 5/9	.50	97.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 456

JUNE 11, 2002
BILL NO. 114994

<u>DATE</u> <u>ATTORNEY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/02 DJL	Examine Documents Review and Summary of Connelly and Brown Automatic Stay Motions	.50	97.50
04/29/02 DJL	Examine Documents Review and Summary of Hosely Motion	.60	117.00
04/29/02 MIR	Examine Documents relief from stay motions and objections	.70	108.50
TOTAL PHASE 37		88.00	\$ 21,654.50
		TOTAL FOR SERVICES	\$ 1,155,029.50

Exhibit C

Summary of Attorneys and Paraprofessionals Billing Per Project Code

Case Administration			
Name	Hourly Billing Rate	Hours Billed	Compensation
Scott L. Hazan	\$595.00	0.1	\$59.50
Jennifer S. Feeney	\$350.00	0.5	\$175.00
David J. Levine	\$195.00	1.3	\$253.50
	Total	1.9	\$488.00

Plan of Reorganization			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	0.2	\$119.00
Scott L. Hazan	\$595.00	1.0	\$595.00
Glenn B. Rice	\$595.00	9.3	\$5,533.50
Jennifer S. Feeney	\$350.00	0.8	\$280.00
David J. Levine	\$195.00	2.5	\$487.50
Stephanie M. Powers	\$195.00	0.3	\$58.50
	Total	14.1	\$7,073.50

Avoidance Power Work & Other Litigation			
Name	Hourly Billing Rate	Hours Billed	Compensation
Scott L. Hazan	\$595.00	1.2	\$714.00
Glenn B. Rice	\$595.00	1.0	\$595.00
Peter Feldman	\$515.00	1.1	\$566.50
James A. Sarna	\$395.00	29.4	\$11,613.00
Jennifer S. Feeney	\$350.00	1.4	\$490.00
David J. Levine	\$195.00	6.9	\$1,345.50
Thomas A. Pitta	\$225.00	14.6	\$3,285.00
Ellen M. Allen	\$155.00	0.1	\$15.50
	Total	55.7	\$18,624.50

Review of Financial Information			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	5.9	\$3,510.50
Scott L. Hazan	\$595.00	29.0	\$17,255.00
Glenn B. Rice	\$595.00	28.4	\$16,898.00
Peter Feldman	\$515.00	0.5	\$257.50
Enid N. Stuart	\$475.00	2.5	\$1,187.50
James A. Sarna	\$395.00	96.8	\$38,236.00
Jennifer S. Feeney	\$350.00	70.1	\$24,535.00
David J. Levine	\$195.00	24.9	\$4,855.50
Thomas A. Pitta	\$225.00	40.1	\$9,022.50
Stephanie M. Powers	\$195.00	7.4	\$1,443.00
David H. Brill	\$295.00	70.3	\$20,738.50
Ellen M. Allen	\$155.00	3.7	\$573.50
Cathleen A. Pellegrino	\$155.00	2.5	\$387.50
Anthony Williams	\$155.00	0.2	\$31.00
Brian E. Keating	\$155.00	0.4	\$62.00
Joseph T. Makseyn	\$155.00	2.7	\$418.50
Martin I. Reznick	\$155.00	4.9	\$759.50
	Total	390.3	\$140,171.00

Investigatory Work			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	2.8	\$1,666.00
Scott L. Hazan	\$595.00	53.7	\$31,951.50
Glenn B. Rice	\$595.00	37.9	\$22,550.50
Peter Feldman	\$515.00	1.2	\$618.00
Enid N. Stuart	\$475.00	23.8	\$11,305.00
Rosanne A. Finkel	\$395.00	3.5	\$1,382.50
Jennifer S. Feeney	\$350.00	100.2	\$35,070.00
David J. Levine	\$195.00	114.7	\$22,366.50
Thomas A. Pitta	\$225.00	44.9	\$10,102.50
Stephanie M. Powers	\$195.00	28.4	\$5,538.00
David H. Brill	\$295.00	17.6	\$5,192.00
Ellen M. Allen	\$155.00	14.5	\$2,247.50
Cathleen A. Pellegrino	\$155.00	13.6	\$2,108.00
Anthony Williams	\$155.00	28.0	\$4,340.00
Brian E. Keating	\$155.00	27.4	\$4,247.00
Martin I. Reznick	\$155.00	23.2	\$3,596.00
	Total	535.4	\$164,281.00

Debtor-in-Possession Financing			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	1.2	\$714.00
Scott L. Hazan	\$595.00	14.7	\$8,746.50
Glenn B. Rice	\$595.00	13.5	\$8,032.50
Jenette A. Barrow- Bosshart	\$425.00	2.4	\$1,020.00
Enid N. Stuart	\$475.00	3.8	\$1,805.00
Stephen H. Alpert	\$395.00	13.8	\$5,451.00
James A. Sarna	\$395.00	3.2	\$1,264.00
Jennifer S. Feeney	\$350.00	19.5	\$6,825.00
David J. Levine	\$195.00	3.7	\$721.50
Thomas A. Pitta	\$225.00	2.6	\$585.00
Stephanie M. Powers	\$195.00	0.1	\$19.50
David H. Brill	\$295.00	2.0	\$590.00
Ellen M. Allen	\$155.00	1.8	\$279.00
Cathleen A. Pellegrino	\$155.00	0.6	\$93.00
Anthony Williams	\$155.00	0.5	\$77.50
Joseph T. Makseyn	\$155.00	1.2	\$186.00
	Total	84.6	\$36,409.50

Committee Meeting Attendance and Preparation			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	7.0	\$4,165.00
Scott L. Hazan	\$595.00	95.5	\$56,822.50
Glenn B. Rice	\$595.00	80.7	\$48,016.50
Peter Feldman	\$515.00	3.2	\$1,648.00
Enid N. Stuart	\$475.00	11.9	\$5,652.50
Rosanne A. Finkel	\$395.00	3.3	\$1,303.50
Jennifer S. Feeney	\$350.00	126.2	\$44,170.00
David J. Levine	\$195.00	43.9	\$8,560.50
Thomas A. Pitta	\$225.00	21.8	\$4,905.00
Stephanie M. Powers	\$195.00	26.1	\$5,089.50
David H. Brill	\$295.00	0.2	\$59.00
Ellen M. Allen	\$155.00	7.8	\$1,209.00
Cathleen A. Pellegrino	\$155.00	2.0	\$310.00
Brian E. Keating	\$155.00	0.6	\$93.00
Joseph T. Makseyn	\$155.00	12.1	\$1,875.50
Martin I. Reznick	\$155.00	3.5	\$542.50
	Total	445.8	\$184,422.00

Communications with Creditors' Committee and Creditors			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	2.3	\$1,368.50
Scott L. Hazan	\$595.00	67.8	\$40,341.00
Glenn B. Rice	\$595.00	7.3	\$4,343.50
Peter Feldman	\$515.00	2.1	\$1,081.50
Enid N. Stuart	\$475.00	4.3	\$2,042.50
Jennifer S. Feeney	\$350.00	48.0	\$16,800.00
David J. Levine	\$195.00	1.6	\$312.00
Thomas A. Pitta	\$225.00	10.8	\$2,430.00
Stephanie M. Powers	\$195.00	1.1	\$214.50
Remy J. Ferrario	\$375.00	0.3	\$112.50
David H. Brill	\$295.00	0.2	\$59.00
Ellen M. Allen	\$155.00	64.7	\$10,028.50
Cathleen A. Pellegrino	\$155.00	3.9	\$604.50
Joseph T. Makseyn	\$155.00	3.6	\$558.00
Martin I. Reznick	\$155.00	13.4	\$2,077.00
	Total	231.4	\$82,373.00

Lease and Real Estate Analysis			
Name	Hourly Billing Rate	Hours Billed	Compensation
Donald N. Gellert	\$495.00	1.3	\$643.50
William M. Silverman	\$595.00	2.1	\$1,249.50
Scott L. Hazan	\$595.00	24.2	\$14,399.00
Glenn B. Rice	\$595.00	45.3	\$26,953.50
Jenette A. Barrow- Bosshart	\$425.00	0.3	\$127.50
Enid N. Stuart	\$475.00	0.6	\$285.00
Jennifer S. Feeney	\$350.00	28.8	\$10,080.00
David J. Levine	\$195.00	81.1	\$15,814.50
Thomas A. Pitta	\$225.00	28.9	\$6,502.50
Stephanie M. Powers	\$195.00	14.8	\$2,886.00
David H. Brill	\$295.00	2.9	\$855.50
Anthony Williams	\$155.00	0.8	\$124.00
Ellen M. Allen	\$155.00	6.9	\$1,069.50
Cathleen A. Pellegrino	\$155.00	5.4	\$837.00
Joseph T. Makseyn	\$155.00	3.8	\$589.00
Martin I. Reznick	\$155.00	7.1	\$1,100.50
	Total	254.3	\$83,516.50

Preparation of Applications for Allowance/Employment			
Name	Hourly Billing Rate	Hours Billed	Compensation
Scott L. Hazan	\$595.00	2.1	\$1,249.50
Enid N. Stuart	\$475.00	0.9	\$427.50
Jennifer S. Feeney	\$350.00	16.0	\$5,600.00
David J. Levine	\$195.00	39.6	\$7,722.00
Thomas A. Pitta	\$225.00	24.0	\$5,400.00
David H. Brill	\$295.00	9.0	\$2,655.00
Cathleen A. Pellegrino	\$155.00	0.4	\$62.00
Joseph T. Makseyn	\$155.00	2.5	\$387.50
	Total	94.5	\$23,503.50

Acquisition/Divestiture Work/Asset Disposition			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	0.8	\$476.00
Scott L. Hazan	\$595.00	4.6	\$2,737.00
Glenn B. Rice	\$595.00	47.6	\$28,322.00
Enid N. Stuart	\$475.00	0.8	\$380.00
Jennifer S. Feeney	\$350.00	2.8	\$980.00
David J. Levine	\$195.00	1.5	\$292.50
Thomas A. Pitta	\$225.00	7.4	\$1,665.00
Stephanie M. Powers	\$195.00	35.5	\$6,922.50
Ellen M. Allen	\$155.00	0.6	\$93.00
Cathleen A. Pellegrino	\$155.00	0.1	\$15.50
Joseph T. Makseyn	\$155.00	1.5	\$232.50
Martin I. Reznick	\$155.00	1.9	\$294.50
	Total	105.1	\$42,410.50

Claims Objection Work/Claims Administration			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	2.1	\$1,249.50
Scott L. Hazan	\$595.00	19.3	\$11,483.50
Glenn B. Rice	\$595.00	10.3	\$6,128.50
Jenette A. Barrow- Bosshart	\$425.00	1.0	\$425.00
Enid N. Stuart	\$475.00	15.8	\$7,505.00
Jennifer S. Feeney	\$350.00	62.1	\$21,735.00
David J. Levine	\$195.00	53.8	\$10,491.00
Thomas A. Pitta	\$225.00	76.2	\$17,145.00
Stephanie M. Powers	\$195.00	11.1	\$2,164.50
Remy J. Ferrario	\$375.00	0.3	\$112.50
David H. Brill	\$295.00	6.2	\$1,829.00
Ellen M. Allen	\$155.00	0.4	\$62.00
Cathleen A. Pellegrino	\$155.00	3.7	\$573.50
Brian E. Keating	\$155.00	0.7	\$108.50
Joseph T. Makseyn	\$155.00	2.7	\$418.50
Martin I. Reznick	\$155.00	2.6	\$403.00
	Total	268.3	\$81,834.00

Fee/Employment Objections			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	0.8	\$476.00
Scott L. Hazan	\$595.00	4.3	\$2,558.50
Glenn B. Rice	\$595.00	11.5	\$6,842.50
Peter Feldman	\$515.00	1.0	\$515.00
Enid N. Stuart	\$475.00	3.2	\$1,520.00
Lorenzo Marinuzzi	\$395.00	4.7	\$1,856.50
Jennifer S. Feeney	\$350.00	12.8	\$4,480.00
David J. Levine	\$195.00	66.5	\$12,967.50
Thomas A. Pitta	\$225.00	2.9	\$652.50
Stephanie M. Powers	\$195.00	8.9	\$1,735.50
David H. Brill	\$295.00	4.4	\$1,298.00
Ellen M. Allen	\$155.00	18.4	\$2,852.00
Cathleen A. Pellegrino	\$155.00	1.2	\$186.00
Joseph T. Makseyn	\$155.00	0.6	\$93.00
Martin I. Reznick	\$155.00	2.4	\$372.00
	Total	143.6	\$38,405.00

Employee Benefits/Pension/General Labor			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	3.8	\$2,261.00
Scott L. Hazan	\$595.00	29.7	\$17,671.50
Glenn B. Rice	\$595.00	166.6	\$99,127.00
Peter Feldman	\$515.00	40.6	\$20,909.00
Jenette A. Barrow- Bosshart	\$425.00	2.0	\$850.00
Enid N. Stuart	\$475.00	1.4	\$665.00
Jennifer S. Feeney	\$350.00	102.5	\$35,875.00
David J. Levine	\$195.00	14.3	\$2,788.50
Thomas A. Pitta	\$225.00	54.6	\$12,285.00
Stephanie M. Powers	\$195.00	181.6	\$35,412.00
Remy J. Ferrario	\$375.00	1.0	\$375.00
David H. Brill	\$295.00	2.0	\$590.00
Ellen M. Allen	\$155.00	1.8	\$279.00
Cathleen A. Pellegrino	\$155.00	0.5	\$77.50
Brian E. Keating	\$155.00	2.5	\$387.50
Martin I. Reznick	\$155.00	2.0	\$310.00
	Total	606.9	\$229,863.00

Relief from Stay			
Name	Hourly Billing Rate	Hours Billed	Compensation
William M. Silverman	\$595.00	0.4	\$238.00
Scott L. Hazan	\$595.00	2.1	\$1,249.50
Glenn B. Rice	\$595.00	7.4	\$4,403.00
Jennifer S. Feeney	\$350.00	5.7	\$1,995.00
David J. Levine	\$195.00	42.7	\$8,326.50
Thomas A. Pitta	\$225.00	8.1	\$1,822.50
Stephanie M. Powers	\$195.00	6.8	\$1,326.00
Ellen M. Allen	\$155.00	2.9	\$449.50
Cathleen A. Pellegrino	\$155.00	2.1	\$325.50
Brian E. Keating	\$155.00	2.6	\$403.00
Joseph T. Makseyn	\$155.00	0.6	\$93.00
Martin I. Reznick	\$155.00	6.6	\$1,023.00
	Total	88.0	\$21,654.50

Exhibit D

EXPENSE SUMMARY

Expense Category	Total Expenses¹
Air Freight	\$2,741.99
Meals, Chargeable	\$517.98
Food Service - Conference	\$1,029.84
Messenger Cost	\$330.50
Overtime - Clerical	\$468.00
Overtime - Secretarial	\$1,104.00
Photocopies ²	\$11,040.60
Outside Photocopy	\$487.45
Telecopy/Fax ³	\$628.20
Telephone Calls (tolls only)	\$1,894.59
Transportation and Local Fares	\$2,054.39
Lexis Research	\$1,008.00
Travel - Air Fare ⁴	\$12,745.25
Travel - Out-of-Town - Lodging, Etc.	\$8,778.90
TOTALS:	\$44,829.69

¹ The date that appears on the annexed disbursement detail for a particular disbursement is, as to certain disbursements (e.g., Air Freight), the date the disbursement is recorded in the computer records and not the date of actual incurrence.

² Photocopies billed at \$.10 per page.

³ Telecopy/Fax charges billed at \$.10 per page for incoming and outgoing transmissions.

⁴ Only coach fares are billed.

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 457

JUNE 11, 2002
BILL NO. 114994

DISBURSEMENTS FOR YOUR ACCOUNT

Transceiver	02/01/02	.30
Transceiver	02/01/02	9.80
Transceiver	02/01/02	2.80
Transceiver	02/01/02	7.00
Transceiver	02/01/02	14.00
Transceiver	02/01/02	5.60
Photocopies	02/01/02	49.60
Photocopies	02/01/02	7.80
Photocopies	02/01/02	34.00
Photocopies	02/01/02	6.30
Photocopies	02/01/02	1.40
Photocopies	02/01/02	.40
Photocopies	02/01/02	14.00
Photocopies	02/01/02	.10
Photocopies	02/01/02	1.40
Photocopies	02/01/02	.30
Photocopies	02/01/02	.40
Photocopies	02/01/02	2.40
Photocopies	02/01/02	1.90
Photocopies	02/01/02	3.60

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 459

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	2.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	1.00
Telephone Calls (tolls only)	02/01/02	2.00
Photocopies	02/03/02	2.70
Photocopies	02/03/02	1.10
Telephone Calls (tolls only)	02/03/02	1.00
Transceiver	02/04/02	1.00
Photocopies	02/04/02	.20
Photocopies	02/04/02	18.80
Photocopies	02/04/02	15.60
Photocopies	02/04/02	1.30
Photocopies	02/04/02	7.20
Photocopies	02/04/02	60.30

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 460

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/04/02	60.00
Photocopies	02/04/02	497.60
Photocopies	02/04/02	.60
Photocopies	02/04/02	1.20
Photocopies	02/04/02	1.80
Photocopies	02/04/02	1.20
Telephone Calls (tolls only)	02/04/02	1.00
Telephone Calls (tolls only)	02/04/02	1.00
Telephone Calls (tolls only)	02/04/02	1.00
Telephone Calls (tolls only)	02/04/02	1.00
Telephone Calls (tolls only)	02/04/02	1.00
Telephone Calls (tolls only)	02/04/02	1.00
Transceiver	02/05/02	1.20
Transceiver	02/05/02	.10
Transceiver	02/05/02	2.80
Photocopies	02/05/02	6.60
Photocopies	02/05/02	2.20
Photocopies	02/05/02	2.70
Photocopies	02/05/02	2.40
Photocopies	02/05/02	.40

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 463

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/05/02	1.00
Telephone Calls (tolls only)	02/05/02	1.00
Telephone Calls (tolls only)	02/05/02	1.00
Telephone Calls (tolls only)	02/05/02	1.00
Telephone Calls (tolls only)	02/05/02	3.00
Transceiver	02/06/02	1.00
Travel - Air Fare	02/06/02	1,396.60
Photocopies	02/06/02	5.70
Photocopies	02/06/02	2.40
Photocopies	02/06/02	4.40
Photocopies	02/06/02	1.50
Photocopies	02/06/02	3.40
Photocopies	02/06/02	2.60
Photocopies	02/06/02	.60
Photocopies	02/06/02	2.10
Photocopies	02/06/02	2.10
Photocopies	02/06/02	5.50
Photocopies	02/06/02	.20
Photocopies	02/06/02	.20
Photocopies	02/06/02	1.20
Photocopies	02/06/02	.90

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 464

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/06/02	.90
Photocopies	02/06/02	.20
Photocopies	02/06/02	1.80
Photocopies	02/06/02	13.00
Photocopies	02/06/02	2.40
Photocopies	02/06/02	7.60
Photocopies	02/06/02	1.80
Photocopies	02/06/02	.10
Photocopies	02/06/02	6.60
Photocopies	02/06/02	1.00
Photocopies	02/06/02	2.80
Photocopies	02/06/02	60.30
Photocopies	02/06/02	6.00
Photocopies	02/06/02	1.40
Photocopies	02/06/02	4.00
Photocopies	02/06/02	1.60
Photocopies	02/06/02	12.00
Photocopies	02/06/02	16.00
Photocopies	02/06/02	80.20
Photocopies	02/06/02	60.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 465

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/06/02	146.10
Photocopies	02/06/02	1.80
Photocopies	02/06/02	1.80
Photocopies	02/06/02	1.80
Photocopies	02/06/02	4.80
Photocopies	02/06/02	3.00
Photocopies	02/06/02	9.60
Photocopies	02/06/02	.60
Photocopies	02/06/02	10.20
Photocopies	02/06/02	6.60
Travel-Out of Town-lodging,etc	02/06/02	331.29
Travel-Out of Town-lodging,etc	02/06/02	181.41
Travel-Out of Town-lodging,etc	02/06/02	70.00
Travel-Out of Town-lodging,etc	02/06/02	23.00
Travel-Out of Town-lodging,etc	02/06/02	54.37
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	3.00
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 466

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00
Telephone Calls (tolls only)	02/06/02	1.00
Travel - Air Fare	02/07/02	688.30
Photocopies	02/07/02	15.50
Photocopies	02/07/02	9.80
Photocopies	02/07/02	.30
Photocopies	02/07/02	6.00
Photocopies	02/07/02	.10
Photocopies	02/07/02	4.80
Photocopies	02/07/02	1.80
Photocopies	02/07/02	15.60
Travel-Out of Town-lodging,etc	02/07/02	492.05
Travel-Out of Town-lodging,etc	02/07/02	35.00
Telephone Calls (tolls only)	02/07/02	1.00
Telephone Calls (tolls only)	02/07/02	1.00
Telephone Calls (tolls only)	02/07/02	1.00
Telephone Calls (tolls only)	02/07/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 467

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/07/02	1.00
Telephone Calls (tolls only)	02/07/02	1.00
Messenger Cost	02/08/02	11.00
Transceiver	02/08/02	.80
Transceiver	02/08/02	.40
Travel - Air Fare	02/08/02	1,476.50
Photocopies	02/08/02	.10
Photocopies	02/08/02	2.60
Photocopies	02/08/02	5.00
Photocopies	02/08/02	1.10
Photocopies	02/08/02	2.40
Photocopies	02/08/02	.10
Photocopies	02/08/02	.20
Photocopies	02/08/02	.20
Photocopies	02/08/02	8.20
Photocopies	02/08/02	.10
Photocopies	02/08/02	8.20
Photocopies	02/08/02	1.20
Photocopies	02/08/02	.40
Photocopies	02/08/02	9.20
Photocopies	02/08/02	.10

230 PARK AVENUE
NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 469

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/08/02	1.00
Telephone Calls (tolls only)	02/08/02	1.00
Telephone Calls (tolls only)	02/08/02	1.00
Telephone Calls (tolls only)	02/08/02	2.00
Transceiver	02/11/02	1.60
Transceiver	02/11/02	4.80
Photocopies	02/11/02	4.00
Photocopies	02/11/02	13.60
Photocopies	02/11/02	3.40
Photocopies	02/11/02	.40
Photocopies	02/11/02	38.90
Photocopies	02/11/02	5.90
Photocopies	02/11/02	2.20
Photocopies	02/11/02	.70
Photocopies	02/11/02	17.20
Photocopies	02/11/02	1.60
Photocopies	02/11/02	1.20
Photocopies	02/11/02	2.50
Photocopies	02/11/02	12.10
Photocopies	02/11/02	3.20
Photocopies	02/11/02	.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 470

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/11/02	.50
Photocopies	02/11/02	1.50
Photocopies	02/11/02	.40
Photocopies	02/11/02	4.40
Photocopies	02/11/02	.50
Photocopies	02/11/02	.60
Photocopies	02/11/02	1.20
Photocopies	02/11/02	20.20
Photocopies	02/11/02	12.20
Photocopies	02/11/02	1.50
Photocopies	02/11/02	22.80
Photocopies	02/11/02	20.40
Photocopies	02/11/02	4.20
Photocopies	02/11/02	6.60
Photocopies	02/11/02	9.60
Photocopies	02/11/02	6.00
Photocopies	02/11/02	4.80
Photocopies	02/11/02	13.80
Photocopies	02/11/02	27.60
Photocopies	02/11/02	9.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 471

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	2.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Telephone Calls (tolls only)	02/11/02	1.00
Transceiver	02/12/02	2.00
Transceiver	02/12/02	5.00
Photocopies	02/12/02	2.70
Photocopies	02/12/02	4.60
Photocopies	02/12/02	13.60
Photocopies	02/12/02	3.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 472

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/12/02	9.40
Photocopies	02/12/02	3.10
Photocopies	02/12/02	.20
Photocopies	02/12/02	.40
Photocopies	02/12/02	7.20
Photocopies	02/12/02	.40
Photocopies	02/12/02	.80
Photocopies	02/12/02	1.80
Photocopies	02/12/02	2.10
Photocopies	02/12/02	.60
Photocopies	02/12/02	1.50
Photocopies	02/12/02	.10
Photocopies	02/12/02	1.80
Photocopies	02/12/02	5.90
Photocopies	02/12/02	2.80
Photocopies	02/12/02	.80
Photocopies	02/12/02	6.40
Photocopies	02/12/02	.10
Photocopies	02/12/02	3.60
Photocopies	02/12/02	15.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 473

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/12/02	4.80
Photocopies	02/12/02	1.20
Photocopies	02/12/02	20.10
Photocopies	02/12/02	.40
Photocopies	02/12/02	7.20
Photocopies	02/12/02	11.40
Photocopies	02/12/02	9.00
Photocopies	02/12/02	17.40
Photocopies	02/12/02	7.80
Photocopies	02/12/02	1.80
Photocopies	02/12/02	1.80
Photocopies	02/12/02	3.00
Photocopies	02/12/02	30.00
Photocopies	02/12/02	5.40
Photocopies	02/12/02	10.20
Photocopies	02/12/02	4.20
Telephone Calls (tolls only)	02/12/02	1.00
Telephone Calls (tolls only)	02/12/02	1.00
Telephone Calls (tolls only)	02/12/02	1.00
Telephone Calls (tolls only)	02/12/02	1.00
Telephone Calls (tolls only)	02/12/02	1.00

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 475

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/12/02	1.00
Telephone Calls (tolls only)	02/12/02	1.00
Transceiver	02/13/02	4.10
Transceiver	02/13/02	1.20
Transceiver	02/13/02	8.80
Photocopies	02/13/02	3.00
Photocopies	02/13/02	3.00
Photocopies	02/13/02	1.80
Photocopies	02/13/02	3.00
Photocopies	02/13/02	3.00
Photocopies	02/13/02	2.40
Photocopies	02/13/02	.10
Photocopies	02/13/02	16.00
Photocopies	02/13/02	37.80
Photocopies	02/13/02	43.80
Photocopies	02/13/02	9.60
Photocopies	02/13/02	4.80
Photocopies	02/13/02	1.60
Photocopies	02/13/02	1.80
Photocopies	02/13/02	3.00
Photocopies	02/13/02	2.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 476

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/13/02	.40
Photocopies	02/13/02	1.80
Transportation	02/13/02	38.25
Transportation	02/13/02	38.25
Telephone Calls (tolls only)	02/13/02	2.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	2.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	2.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	3.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 477

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/13/02	2.00
Telephone Calls (tolls only)	02/13/02	2.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	2.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Telephone Calls (tolls only)	02/13/02	1.00
Transceiver	02/14/02	.60
Transceiver	02/14/02	.30

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 478

JUNE 11, 2002
BILL NO. 114994

Transceiver	02/14/02	3.40
Photocopies	02/14/02	1.20
Photocopies	02/14/02	5.60
Photocopies	02/14/02	1.80
Photocopies	02/14/02	2.60
Photocopies	02/14/02	12.90
Photocopies	02/14/02	16.80
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Telephone Calls (tolls only)	02/14/02	1.00
Messenger Cost	02/15/02	76.50
Messenger Cost	02/15/02	153.00
Messenger Cost	02/15/02	51.00
Messenger Cost	02/15/02	17.00
Overtime - Secretarial	02/15/02	168.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 479

JUNE 11, 2002
BILL NO. 114994

Overtime - Secretarial	02/15/02	96.00
Travel - Air Fare	02/15/02	344.15
Travel - Air Fare	02/15/02	1,501.60
Photocopies	02/15/02	6.00
Photocopies	02/15/02	1.20
Travel-Out of Town-lodging,etc	02/15/02	492.75
Travel-Out of Town-lodging,etc	02/15/02	85.00
Travel-Out of Town-lodging,etc	02/15/02	14.30
Travel-Out of Town-lodging,etc	02/15/02	40.00
Travel-Out of Town-lodging,etc	02/15/02	5.00
Travel-Out of Town-lodging,etc	02/15/02	5.00
Travel-Out of Town-lodging,etc	02/15/02	14.66
Travel-Out of Town-lodging,etc	02/15/02	1,899.51
Overtime - Clerical	02/15/02	36.00
Meals,Chargeable(dinners, lunc	02/15/02	15.24
Transportation	02/15/02	6.00
Transportation	02/15/02	7.00
Transportation	02/15/02	5.50
Transportation	02/15/02	6.00
Telephone Calls (tolls only)	02/15/02	1.00
Telephone Calls (tolls only)	02/15/02	1.00

230 PARK AVENUE
NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 481

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/16/02	1.00
Photocopies	02/18/02	4.60
Photocopies	02/18/02	185.40
Photocopies	02/18/02	25.20
Photocopies	02/18/02	32.80
Photocopies	02/18/02	1.40
Photocopies	02/18/02	1.80
Photocopies	02/18/02	3.30
Photocopies	02/18/02	.60
Photocopies	02/18/02	.10
Photocopies	02/18/02	.80
Photocopies	02/18/02	.10
Photocopies	02/18/02	6.30
Photocopies	02/18/02	3.40
Photocopies	02/18/02	.20
Photocopies	02/18/02	.40
Photocopies	02/18/02	.70
Photocopies	02/18/02	.60
Photocopies	02/18/02	1.40
Photocopies	02/18/02	1.00
Photocopies	02/18/02	1.90

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 482

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/18/02	7.10
Photocopies	02/18/02	5.60
Transceiver	02/19/02	7.40
Transceiver	02/19/02	.60
Transceiver	02/19/02	3.30
Transceiver	02/19/02	.20
Photocopies	02/19/02	8.40
Photocopies	02/19/02	4.20
Photocopies	02/19/02	3.00
Photocopies	02/19/02	6.00
Photocopies	02/19/02	2.30
Photocopies	02/19/02	13.00
Photocopies	02/19/02	22.50
Photocopies	02/19/02	8.40
Photocopies	02/19/02	.20
Photocopies	02/19/02	.20
Photocopies	02/19/02	7.00
Photocopies	02/19/02	4.40
Photocopies	02/19/02	16.10
Photocopies	02/19/02	.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 483

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/19/02	2.90
Photocopies	02/19/02	.20
Photocopies	02/19/02	.10
Photocopies	02/19/02	2.40
Photocopies	02/19/02	1.10
Photocopies	02/19/02	.60
Photocopies	02/19/02	.80
Photocopies	02/19/02	1.20
Photocopies	02/19/02	105.40
Photocopies	02/19/02	55.30
Photocopies	02/19/02	5.50
Photocopies	02/19/02	2.30
Air Freight	02/19/02	172.24
Transportation	02/19/02	38.25
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	3.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 484

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Telephone Calls (tolls only)	02/19/02	1.00
Transceiver	02/20/02	5.50
Transceiver	02/20/02	2.40
Transceiver	02/20/02	.20
Transceiver	02/20/02	9.50
Transceiver	02/20/02	3.00
Transceiver	02/20/02	2.20
Transceiver	02/20/02	.60
Transceiver	02/20/02	2.20
Transceiver	02/20/02	3.50
Photocopies	02/20/02	3.00
Photocopies	02/20/02	12.00
Photocopies	02/20/02	6.60

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 485

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/20/02	3.00
Photocopies	02/20/02	6.70
Photocopies	02/20/02	2.20
Photocopies	02/20/02	6.60
Photocopies	02/20/02	4.00
Photocopies	02/20/02	10.50
Photocopies	02/20/02	1.20
Photocopies	02/20/02	8.30
Photocopies	02/20/02	2.00
Photocopies	02/20/02	.10
Photocopies	02/20/02	.10
Photocopies	02/20/02	8.00
Photocopies	02/20/02	2.20
Photocopies	02/20/02	2.20
Photocopies	02/20/02	.80
Photocopies	02/20/02	3.00
Photocopies	02/20/02	10.00
Photocopies	02/20/02	1.00
Photocopies	02/20/02	2.70
Photocopies	02/20/02	.10
Photocopies	02/20/02	.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 486

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/20/02	.70
Photocopies	02/20/02	1.60
Photocopies	02/20/02	1.70
Photocopies	02/20/02	.30
Photocopies	02/20/02	3.50
Photocopies	02/20/02	46.90
Photocopies	02/20/02	3.30
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Telephone Calls (tolls only)	02/20/02	1.00
Transceiver	02/21/02	.60
Transceiver	02/21/02	.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 487

JUNE 11, 2002
BILL NO. 114994

Transceiver	02/21/02	.40
Transceiver	02/21/02	1.20
Transceiver	02/21/02	4.40
Transceiver	02/21/02	2.20
Transceiver	02/21/02	2.10
Transceiver	02/21/02	1.10
Transceiver	02/21/02	2.20
Photocopies	02/21/02	6.40
Photocopies	02/21/02	.60
Photocopies	02/21/02	1.60
Photocopies	02/21/02	.80
Photocopies	02/21/02	3.30
Photocopies	02/21/02	2.00
Photocopies	02/21/02	.60
Photocopies	02/21/02	12.60
Photocopies	02/21/02	10.80
Photocopies	02/21/02	.70
Photocopies	02/21/02	1.00
Photocopies	02/21/02	2.70
Photocopies	02/21/02	12.00
Photocopies	02/21/02	3.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 488

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/21/02	1.00
Photocopies	02/21/02	.50
Photocopies	02/21/02	3.20
Photocopies	02/21/02	4.90
Photocopies	02/21/02	10.00
Photocopies	02/21/02	18.80
Photocopies	02/21/02	.50
Photocopies	02/21/02	.20
Photocopies	02/21/02	.70
Photocopies	02/21/02	2.00
Photocopies	02/21/02	2.40
Photocopies	02/21/02	1.20
Photocopies	02/21/02	25.20
Photocopies	02/21/02	5.40
Transportation	02/21/02	19.38
Transportation	02/21/02	60.69
Telephone Calls (tolls only)	02/21/02	1.00
Telephone Calls (tolls only)	02/21/02	1.00
Telephone Calls (tolls only)	02/21/02	1.00
Telephone Calls (tolls only)	02/21/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 489

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/21/02	1.00
Telephone Calls (tolls only)	02/21/02	1.00
Telephone Calls (tolls only)	02/21/02	1.00
Transceiver	02/22/02	.20
Transceiver	02/22/02	.60
Transceiver	02/22/02	.60
Photocopies	02/22/02	5.50
Photocopies	02/22/02	1.20
Photocopies	02/22/02	3.80
Photocopies	02/22/02	49.60
Photocopies	02/22/02	.90
Photocopies	02/22/02	5.50
Photocopies	02/22/02	1.20
Photocopies	02/22/02	5.70
Photocopies	02/22/02	1.00
Photocopies	02/22/02	1.60
Photocopies	02/22/02	2.80
Photocopies	02/22/02	4.30
Photocopies	02/22/02	2.10
Photocopies	02/22/02	11.80
Photocopies	02/22/02	.80

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 490

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/22/02	12.00
Photocopies	02/22/02	53.40
Photocopies	02/22/02	670.30
Photocopies	02/22/02	3.00
Photocopies	02/22/02	.10
Photocopies	02/22/02	42.90
Photocopies	02/22/02	5.30
Photocopies	02/22/02	8.20
Photocopies	02/22/02	28.00
Photocopies	02/22/02	.80
Photocopies	02/22/02	.50
Photocopies	02/22/02	.10
Photocopies	02/22/02	43.20
Photocopies	02/22/02	1.80
Meals, Chargeable(dinners, lunc	02/22/02	15.50
Transportation	02/22/02	6.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 491

JUNE 11, 2002
BILL NO: 114994

Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/22/02	1.00
Telephone Calls (tolls only)	02/23/02	1.00
Telephone Calls (tolls only)	02/23/02	1.00
Telephone Calls (tolls only)	02/24/02	1.00
Transceiver	02/25/02	10.00
Transceiver	02/25/02	20.00
Transceiver	02/25/02	18.00
Transceiver	02/25/02	8.00
Transceiver	02/25/02	14.00
Photocopies	02/25/02	4.80
Photocopies	02/25/02	3.00
Photocopies	02/25/02	4.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 492

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/25/02	.10
Photocopies	02/25/02	56.70
Photocopies	02/25/02	8.00
Photocopies	02/25/02	7.20
Photocopies	02/25/02	.20
Photocopies	02/25/02	.20
Photocopies	02/25/02	.80
Photocopies	02/25/02	8.10
Photocopies	02/25/02	11.20
Photocopies	02/25/02	.20
Photocopies	02/25/02	.30
Photocopies	02/25/02	21.00
Photocopies	02/25/02	4.20
Photocopies	02/25/02	1.40
Photocopies	02/25/02	4.50
Photocopies	02/25/02	3.00
Photocopies	02/25/02	1.40
Photocopies	02/25/02	21.30
Photocopies	02/25/02	83.80
Photocopies	02/25/02	16.20

230 PARK AVENUE
NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 495

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	2.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	3.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	2.00
Telephone Calls (tolls only)	02/25/02	2.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	2.00
Telephone Calls (tolls only)	02/25/02	1.00
Telephone Calls (tolls only)	02/25/02	1.00
Overtime - Secretarial	02/26/02	96.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 496

JUNE 11, 2002
BILL NO. 114994

Overtime - Secretarial	02/26/02	48.00
Overtime - Secretarial	02/26/02	48.00
Overtime - Secretarial	02/26/02	168.00
Overtime - Secretarial	02/26/02	36.00
Overtime - Secretarial	02/26/02	36.00
Overtime - Secretarial	02/26/02	120.00
Overtime - Secretarial	02/26/02	48.00
Overtime - Secretarial	02/26/02	144.00
Transceiver	02/26/02	1.80
Photocopies	02/26/02	29.40
Photocopies	02/26/02	.30
Photocopies	02/26/02	.40
Photocopies	02/26/02	16.40
Photocopies	02/26/02	20.20
Photocopies	02/26/02	60.50
Photocopies	02/26/02	22.50
Photocopies	02/26/02	9.10
Photocopies	02/26/02	112.00
Photocopies	02/26/02	9.80
Photocopies	02/26/02	7.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 497

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/26/02	.50
Photocopies	02/26/02	.50
Photocopies	02/26/02	1.00
Photocopies	02/26/02	.30
Photocopies	02/26/02	.80
Photocopies	02/26/02	3.00
Photocopies	02/26/02	.20
Photocopies	02/26/02	4.10
Photocopies	02/26/02	.50
Photocopies	02/26/02	9.10
Photocopies	02/26/02	1.80
Photocopies	02/26/02	1.70
Photocopies	02/26/02	.10
Photocopies	02/26/02	1.60
Photocopies	02/26/02	15.50
Photocopies	02/26/02	8.40
Photocopies	02/26/02	35.00
Photocopies	02/26/02	.50
Photocopies	02/26/02	4.20
Photocopies	02/26/02	3.00
Photocopies	02/26/02	1.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 498

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/26/02	.40
Photocopies	02/26/02	18.00
Photocopies	02/26/02	.40
Photocopies	02/26/02	15.00
Photocopies	02/26/02	3.20
Telephone Calls (tolls only)	02/26/02	2.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Telephone Calls (tolls only)	02/26/02	1.00
Overtime - Clerical	02/26/02	180.00
Transceiver	02/27/02	1.50
Photocopies	02/27/02	2.40
Photocopies	02/27/02	13.80
Photocopies	02/27/02	5.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 499

JUNE 11, 2002
BILL NO. 114994

Photocopies	02/27/02	25.60
Photocopies	02/27/02	16.00
Photocopies	02/27/02	2.00
Photocopies	02/27/02	10.40
Photocopies	02/27/02	2.80
Photocopies	02/27/02	.10
Photocopies	02/27/02	3.20
Photocopies	02/27/02	.10
Photocopies	02/27/02	52.40
Photocopies	02/27/02	170.80
Photocopies	02/27/02	32.70
Photocopies	02/27/02	7.80
Photocopies	02/27/02	8.40
Photocopies	02/27/02	7.80
Photocopies	02/27/02	8.40
Photocopies	02/27/02	4.80
Photocopies	02/27/02	21.60
Photocopies	02/27/02	12.60
Photocopies	02/27/02	4.80
Photocopies	02/27/02	6.00
Photocopies	02/27/02	26.40

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 502

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	02/28/02	1.00
Telephone Calls (tolls only)	02/28/02	1.00
Telephone Calls (tolls only)	02/28/02	1.00
Meals, Chargeable (dinners, lunch)	02/28/02	37.91
Transceiver	03/01/02	.30
Transceiver	03/01/02	1.10
Photocopies	03/01/02	3.50
Photocopies	03/01/02	.30
Photocopies	03/01/02	.10
Photocopies	03/01/02	1.50
Photocopies	03/01/02	.20
Photocopies	03/01/02	.60
Photocopies	03/01/02	1.50
Photocopies	03/01/02	1.30
Photocopies	03/01/02	4.70
Photocopies	03/01/02	.80
Photocopies	03/01/02	10.80
Photocopies	03/01/02	9.00
Photocopies	03/01/02	9.00
Photocopies	03/01/02	5.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 503

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/01/02	24.60
Photocopies	03/01/02	4.20
Photocopies	03/01/02	9.00
Photocopies	03/01/02	6.00
Photocopies	03/01/02	4.20
Photocopies	03/01/02	6.00
Photocopies	03/01/02	15.00
Photocopies	03/01/02	4.80
Photocopies	03/01/02	4.80
Telephone Calls (tolls only)	03/01/02	1.00
Telephone Calls (tolls only)	03/01/02	1.00
Telephone Calls (tolls only)	03/01/02	1.00
Telephone Calls (tolls only)	03/01/02	1.00
Telephone Calls (tolls only)	03/01/02	1.00
Meals,Chargeable(dinners, lunc	03/01/02	15.98
Meals,Chargeable(dinners, lunc	03/01/02	16.99
Air Freight	03/01/02	424.29
Air Freight	03/01/02	480.33
Air Freight	03/01/02	25.42
Air Freight	03/01/02	62.55
Transportation	03/01/02	6.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 504

JUNE 11, 2002
BILL NO. 114994

Transportation	03/01/02	6.00
Transportation	03/01/02	6.00
Transceiver	03/04/02	1.20
Transceiver	03/04/02	.20
Photocopies	03/04/02	1.20
Photocopies	03/04/02	6.80
Photocopies	03/04/02	5.60
Photocopies	03/04/02	5.40
Photocopies	03/04/02	.60
Photocopies	03/04/02	8.70
Photocopies	03/04/02	.80
Photocopies	03/04/02	.50
Photocopies	03/04/02	5.50
Photocopies	03/04/02	2.10
Photocopies	03/04/02	.20
Photocopies	03/04/02	1.00
Photocopies	03/04/02	.40
Photocopies	03/04/02	.90
Photocopies	03/04/02	.10
Photocopies	03/04/02	.80

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 506

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/04/02	1.00
Telephone Calls (tolls only)	03/04/02	1.00
Telephone Calls (tolls only)	03/04/02	1.00
Telephone Calls (tolls only)	03/04/02	1.00
Air Freight	03/04/02	14.85
Air Freight	03/04/02	14.85
Air Freight	03/04/02	13.02
Transportation	03/04/02	65.79
Transportation	03/04/02	21.42
Transportation	03/04/02	36.72
Transportation	03/04/02	20.40
Transportation	03/04/02	20.40
Transportation	03/04/02	20.40
Transportation	03/04/02	73.95
Transceiver	03/05/02	7.00
Transceiver	03/05/02	.50
Transceiver	03/05/02	.30
Transceiver	03/05/02	8.00
Transceiver	03/05/02	.90
Transceiver	03/05/02	19.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 507

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/05/02	.50
Photocopies	03/05/02	.80
Photocopies	03/05/02	.20
Photocopies	03/05/02	9.00
Photocopies	03/05/02	6.80
Photocopies	03/05/02	1.00
Photocopies	03/05/02	2.70
Photocopies	03/05/02	6.80
Photocopies	03/05/02	.40
Photocopies	03/05/02	21.00
Photocopies	03/05/02	.50
Photocopies	03/05/02	.60
Photocopies	03/05/02	2.30
Photocopies	03/05/02	1.60
Photocopies	03/05/02	3.50
Photocopies	03/05/02	12.20
Photocopies	03/05/02	3.40
Photocopies	03/05/02	12.20
Photocopies	03/05/02	26.20
Photocopies	03/05/02	7.50
Photocopies	03/05/02	9.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 508

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/05/02	20.40
Photocopies	03/05/02	1.80
Photocopies	03/05/02	7.20
Photocopies	03/05/02	8.40
Photocopies	03/05/02	1.80
Photocopies	03/05/02	5.40
Photocopies	03/05/02	6.60
Photocopies	03/05/02	13.80
Photocopies	03/05/02	9.00
Photocopies	03/05/02	10.20
Photocopies	03/05/02	14.40
Photocopies	03/05/02	12.00
Photocopies	03/05/02	19.20
Photocopies	03/05/02	8.40
Photocopies	03/05/02	7.20
Photocopies	03/05/02	6.00
Photocopies	03/05/02	31.20
Photocopies	03/05/02	1.80
Photocopies	03/05/02	4.20
Photocopies	03/05/02	1.80

[illegible]

230 PARK AVENUE
NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 511

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Telephone Calls (tolls only)	03/05/02	1.00
Meals, Chargeable (dinners, lunch)	03/05/02	15.91
Photocopies	03/06/02	.50
Photocopies	03/06/02	.20
Photocopies	03/06/02	1.00
Photocopies	03/06/02	2.00
Photocopies	03/06/02	2.00
Photocopies	03/06/02	24.90
Photocopies	03/06/02	1.40
Photocopies	03/06/02	26.80
Photocopies	03/06/02	.30

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 512

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/06/02	14.40
Photocopies	03/06/02	39.70
Photocopies	03/06/02	81.20
Telephone Calls (tolls only)	03/06/02	1.00
Telephone Calls (tolls only)	03/06/02	1.00
Telephone Calls (tolls only)	03/06/02	1.00
Telephone Calls (tolls only)	03/06/02	1.00
Transceiver	03/07/02	.90
Transceiver	03/07/02	.20
Transceiver	03/07/02	3.60
Photocopies	03/07/02	5.00
Photocopies	03/07/02	22.20
Photocopies	03/07/02	.70
Photocopies	03/07/02	.80
Photocopies	03/07/02	4.00
Photocopies	03/07/02	15.10
Photocopies	03/07/02	.50
Photocopies	03/07/02	11.40
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 513

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Telephone Calls (tolls only)	03/07/02	1.00
Transceiver	03/08/02	.20
Transceiver	03/08/02	.40
Photocopies	03/08/02	6.60
Photocopies	03/08/02	11.30
Photocopies	03/08/02	7.90
Photocopies	03/08/02	1.80
Photocopies	03/08/02	8.30

230 PARK AVENUE

JUNE 11, 2002

BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 515

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/08/02	1.00
Telephone Calls (tolls only)	03/08/02	1.00
Telephone Calls (tolls only)	03/08/02	1.00
Transportation	03/08/02	91.29
Transportation	03/08/02	34.68
Transportation	03/08/02	23.00
Transceiver	03/11/02	16.20
Transceiver	03/11/02	1.40
Photocopies	03/11/02	.10
Photocopies	03/11/02	.90
Photocopies	03/11/02	.10
Photocopies	03/11/02	4.20
Photocopies	03/11/02	10.20
Photocopies	03/11/02	4.00
Photocopies	03/11/02	9.00
Photocopies	03/11/02	.20
Photocopies	03/11/02	1.60
Photocopies	03/11/02	3.00
Photocopies	03/11/02	2.10
Photocopies	03/11/02	.20
Photocopies	03/11/02	1.50

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 518

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Telephone Calls (tolls only)	03/11/02	1.00
Air Freight	03/11/02	13.02

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 519

JUNE 11, 2002
BILL NO. 114994

Transceiver	03/12/02	3.00
Transceiver	03/12/02	.90
Transceiver	03/12/02	.40
Transceiver	03/12/02	.90
Transceiver	03/12/02	.90
Photocopies	03/12/02	.50
Photocopies	03/12/02	.70
Photocopies	03/12/02	.60
Photocopies	03/12/02	.10
Photocopies	03/12/02	7.60
Photocopies	03/12/02	1.90
Photocopies	03/12/02	.80
Photocopies	03/12/02	.20
Photocopies	03/12/02	24.20
Photocopies	03/12/02	2.80
Photocopies	03/12/02	30.00
Photocopies	03/12/02	1.50
Photocopies	03/12/02	36.00
Photocopies	03/12/02	3.50
Photocopies	03/12/02	15.30
Photocopies	03/12/02	5.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 520

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/12/02	5.40
Photocopies	03/12/02	18.50
Photocopies	03/12/02	.40
Photocopies	03/12/02	1.60
Photocopies	03/12/02	2.50
Photocopies	03/12/02	6.00
Photocopies	03/12/02	1.20
Photocopies	03/12/02	4.00
Photocopies	03/12/02	3.80
Photocopies	03/12/02	16.00
Photocopies	03/12/02	16.00
Photocopies	03/12/02	9.30
Photocopies	03/12/02	4.50
Photocopies	03/12/02	1.20
Photocopies	03/12/02	3.00
Photocopies	03/12/02	7.00
Photocopies	03/12/02	1.80
Photocopies	03/12/02	18.60
Photocopies	03/12/02	2.40
Travel - Air Fare	03/12/02	1,501.60

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 522

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/12/02	1.00
Meals, Chargeable (dinners, lunch)	03/12/02	9.88
Transportation	03/12/02	35.19
Transportation	03/12/02	41.31
Transportation	03/12/02	62.73
Transportation	03/12/02	41.31
Overtime - Secretarial	03/13/02	48.00
Overtime - Secretarial	03/13/02	24.00
Photocopies	03/13/02	2.40
Photocopies	03/13/02	1.20
Photocopies	03/13/02	3.00
Photocopies	03/13/02	40.80
Photocopies	03/13/02	18.00
Photocopies	03/13/02	3.50
Photocopies	03/13/02	1.00
Photocopies	03/13/02	3.50
Photocopies	03/13/02	4.60
Photocopies	03/13/02	.80
Photocopies	03/13/02	10.00
Photocopies	03/13/02	.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 523

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/13/02	.60
Photocopies	03/13/02	.40
Photocopies	03/13/02	7.80
Photocopies	03/13/02	.80
Photocopies	03/13/02	6.30
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Telephone Calls (tolls only)	03/13/02	1.00
Overtime - Clerical	03/13/02	36.00
Transceiver	03/14/02	16.20
Transceiver	03/14/02	16.20
Transceiver	03/14/02	9.60
Photocopies	03/14/02	24.60
Photocopies	03/14/02	15.60

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 524

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/14/02	8.40
Photocopies	03/14/02	.30
Photocopies	03/14/02	1.80
Photocopies	03/14/02	1.80
Photocopies	03/14/02	2.00
Photocopies	03/14/02	.60
Photocopies	03/14/02	.30
Photocopies	03/14/02	.80
Photocopies	03/14/02	.80
Photocopies	03/14/02	10.70
Photocopies	03/14/02	16.00
Photocopies	03/14/02	.30
Photocopies	03/14/02	15.20
Photocopies	03/14/02	2.00
Photocopies	03/14/02	3.80
Photocopies	03/14/02	4.00
Photocopies	03/14/02	53.20
Photocopies	03/14/02	65.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 525

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	2.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	2.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	2.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	2.00
Telephone Calls (tolls only)	03/14/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 526

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Telephone Calls (tolls only)	03/14/02	1.00
Meals, Chargeable (dinners, lunch)	03/14/02	23.70
Meals, Chargeable (dinners, lunch)	03/14/02	12.40
Meals, Chargeable (dinners, lunch)	03/14/02	15.90
Meals, Chargeable (dinners, lunch)	03/14/02	10.60

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 527

JUNE 11, 2002
BILL NO. 114994

Meals, Chargeable (dinners, lunc	03/14/02	23.00
Meals, Chargeable (dinners, lunc	03/14/02	17.30
Meals, Chargeable (dinners, lunc	03/14/02	12.55
Transportation	03/14/02	45.39
Transportation	03/14/02	38.25
Photocopies	03/15/02	.20
Photocopies	03/15/02	.60
Photocopies	03/15/02	2.60
Photocopies	03/15/02	1.60
Photocopies	03/15/02	4.40
Photocopies	03/15/02	.10
Photocopies	03/15/02	.50
Photocopies	03/15/02	.20
Photocopies	03/15/02	6.60
Photocopies	03/15/02	.60
Photocopies	03/15/02	8.20
Photocopies	03/15/02	43.40
Photocopies	03/15/02	18.50
Photocopies	03/15/02	6.00
Photocopies	03/15/02	6.60
Photocopies	03/15/02	7.20

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 529

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/15/02	1.00
Telephone Calls (tolls only)	03/15/02	1.00
Telephone Calls (tolls only)	03/15/02	1.00
Telephone Calls (tolls only)	03/15/02	1.00
Telephone Calls (tolls only)	03/15/02	1.00
Telephone Calls (tolls only)	03/15/02	1.00
Food Service - Conference	03/15/02	283.03
Transceiver	03/18/02	.30
Photocopies	03/18/02	.60
Photocopies	03/18/02	4.60
Photocopies	03/18/02	.10
Photocopies	03/18/02	6.00
Photocopies	03/18/02	5.40
Photocopies	03/18/02	2.00
Photocopies	03/18/02	.80
Photocopies	03/18/02	.50
Photocopies	03/18/02	.90
Photocopies	03/18/02	5.00
Photocopies	03/18/02	1.20
Photocopies	03/18/02	3.60
Photocopies	03/18/02	4.80

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 531

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/18/02	1.00
Telephone Calls (tolls only)	03/18/02	1.00
Telephone Calls (tolls only)	03/18/02	1.00
Telephone Calls (tolls only)	03/18/02	1.00
Telephone Calls (tolls only)	03/18/02	1.00
Meals, Chargeable (dinners, lunch)	03/18/02	14.55
Meals, Chargeable (dinners, lunch)	03/18/02	15.30
Food Service - Conference	03/18/02	93.65
Food Service - Conference	03/18/02	35.35
Food Service - Conference	03/18/02	56.00
Food Service - Conference	03/18/02	71.80
Transceiver	03/19/02	1.10
Photocopies	03/19/02	1.60
Photocopies	03/19/02	13.00
Photocopies	03/19/02	1.00
Photocopies	03/19/02	.20
Photocopies	03/19/02	11.20
Photocopies	03/19/02	.60
Photocopies	03/19/02	.20
Photocopies	03/19/02	4.10
Photocopies	03/19/02	4.00

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 533

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/19/02	1.00
Telephone Calls (tolls only)	03/19/02	1.00
Telephone Calls (tolls only)	03/19/02	1.00
Lexis Research	03/19/02	62.00
Lexis Research	03/19/02	50.00
Lexis Research	03/19/02	122.00
Lexis Research	03/19/02	25.00
Lexis Research	03/19/02	10.00
Air Freight	03/19/02	27.45
Air Freight	03/19/02	163.57
Air Freight	03/19/02	144.44
Air Freight	03/19/02	31.50
Air Freight	03/19/02	129.59
Air Freight	03/19/02	44.32
Air Freight	03/19/02	22.50
Air Freight	03/19/02	23.17
Photocopies	03/20/02	2.60
Photocopies	03/20/02	.20
Photocopies	03/20/02	.30
Photocopies	03/20/02	.10
Photocopies	03/20/02	.10

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 534

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/20/02	.30
Photocopies	03/20/02	.90
Photocopies	03/20/02	1.10
Photocopies	03/20/02	.40
Photocopies	03/20/02	4.90
Photocopies	03/20/02	.40
Photocopies	03/20/02	2.40
Photocopies	03/20/02	9.20
Photocopies	03/20/02	59.40
Photocopies	03/20/02	50.40
Photocopies	03/20/02	2.40
Photocopies	03/20/02	5.40
Photocopies	03/20/02	9.60
Photocopies	03/20/02	10.80
Telephone Calls (tolls only)	03/20/02	1.00
Telephone Calls (tolls only)	03/20/02	1.00
Telephone Calls (tolls only)	03/20/02	1.00
Telephone Calls (tolls only)	03/20/02	1.00
Telephone Calls (tolls only)	03/20/02	1.00
Transportation	03/20/02	6.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 535

JUNE 11, 2002
BILL NO. 114994

Transceiver	03/21/02	.90
Photocopies	03/21/02	.40
Photocopies	03/21/02	1.20
Photocopies	03/21/02	1.00
Photocopies	03/21/02	.80
Photocopies	03/21/02	.70
Photocopies	03/21/02	3.00
Photocopies	03/21/02	3.10
Photocopies	03/21/02	8.20
Photocopies	03/21/02	6.40
Photocopies	03/21/02	.40
Photocopies	03/21/02	1.40
Photocopies	03/21/02	.20
Travel - Air Fare	03/21/02	750.80
Travel-Out of Town-lodging,etc	03/21/02	47.00
Telephone Calls (tolls only)	03/21/02	2.00
Telephone Calls (tolls only)	03/21/02	2.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 536

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Telephone Calls (tolls only)	03/21/02	1.00
Meals, Chargeable (dinners, lunc	03/21/02	34.12
Meals, Chargeable (dinners, lunc	03/21/02	14.00
Meals, Chargeable (dinners, lunc	03/21/02	11.15
Meals, Chargeable (dinners, lunc	03/21/02	25.68
Meals, Chargeable (dinners, lunc	03/21/02	18.09
Meals, Chargeable (dinners, lunc	03/21/02	12.85
Meals, Chargeable (dinners, lunc	03/21/02	25.33
Meals, Chargeable (dinners, lunc	03/21/02	18.00
Meals, Chargeable (dinners, lunc	03/21/02	18.00
Meals, Chargeable (dinners, lunc	03/21/02	8.48
Transportation	03/21/02	20.40
Transportation	03/21/02	110.26
Transportation	03/21/02	64.77

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

Transportation	03/21/02	17.34
Transportation	03/21/02	17.34
Transportation	03/21/02	38.25
Food Service - Conference	03/21/02	128.50
Transceiver	03/22/02	10.80
Transceiver	03/22/02	6.60
Transceiver	03/22/02	1.20
Transceiver	03/22/02	.90
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Transceiver	03/22/02	12.15
Photocopies	03/22/02	3.00
Photocopies	03/22/02	5.40
Photocopies	03/22/02	6.50
Photocopies	03/22/02	.90
Photocopies	03/22/02	2.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 538

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/22/02	16.40
Photocopies	03/22/02	3.70
Photocopies	03/22/02	6.20
Photocopies	03/22/02	22.60
Photocopies	03/22/02	.30
Photocopies	03/22/02	.10
Photocopies	03/22/02	3.60
Photocopies	03/22/02	1.20
Travel-Out of Town-lodging,etc	03/22/02	1,095.19
Travel - Air Fare	03/22/02	2,963.10
Travel-Out of Town-lodging,etc	03/22/02	377.03
Travel-Out of Town-lodging,etc	03/22/02	366.10
Travel-Out of Town-lodging,etc	03/22/02	36.73
Travel-Out of Town-lodging,etc	03/22/02	97.00
Travel-Out of Town-lodging,etc	03/22/02	914.60
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 540

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Telephone Calls (tolls only)	03/22/02	1.00
Transceiver	03/25/02	3.60
Transceiver	03/25/02	10.40
Transceiver	03/25/02	.20
Photocopies	03/25/02	1.80
Photocopies	03/25/02	3.60
Photocopies	03/25/02	4.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 541

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/25/02	1.00
Photocopies	03/25/02	4.50
Photocopies	03/25/02	1.20
Photocopies	03/25/02	.20
Photocopies	03/25/02	.20
Photocopies	03/25/02	1.00
Photocopies	03/25/02	4.90
Photocopies	03/25/02	3.60
Photocopies	03/25/02	.10
Photocopies	03/25/02	1.30
Photocopies	03/25/02	4.00
Photocopies	03/25/02	3.20
Photocopies	03/25/02	3.00
Photocopies	03/25/02	145.80
Photocopies	03/25/02	12.00
Telephone Calls (tolls only)	03/25/02	2.00
Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 542

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00
Telephone Calls (tolls only)	03/25/02	1.00
Photocopies	03/26/02	27.40
Photocopies	03/26/02	35.70
Photocopies	03/26/02	7.80
Photocopies	03/26/02	.80
Photocopies	03/26/02	.90
Photocopies	03/26/02	4.40
Photocopies	03/26/02	11.90
Photocopies	03/26/02	.40
Photocopies	03/26/02	1.60
Photocopies	03/26/02	.80
Photocopies	03/26/02	.40
Photocopies	03/26/02	.10
Photocopies	03/26/02	1.20
Photocopies	03/26/02	3.90
Photocopies	03/26/02	1.20
Photocopies	03/26/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 543

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/26/02	2.10
Photocopies	03/26/02	2.40
Photocopies	03/26/02	5.00
Photocopies	03/26/02	12.70
Photocopies	03/26/02	3.40
Photocopies	03/26/02	1.60
Photocopies	03/26/02	2.40
Photocopies	03/26/02	23.40
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Telephone Calls (tolls only)	03/26/02	1.00
Outside Photocopy	03/26/02	487.45

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 544

JUNE 11, 2002
BILL NO. 114994

Transceiver	03/27/02	7.40
Transceiver	03/27/02	7.00
Transceiver	03/27/02	7.00
Transceiver	03/27/02	9.80
Transceiver	03/27/02	14.00
Transceiver	03/27/02	.40
Transceiver	03/27/02	11.20
Transceiver	03/27/02	.20
Photocopies	03/27/02	7.80
Photocopies	03/27/02	1.30
Photocopies	03/27/02	7.20
Photocopies	03/27/02	49.90
Photocopies	03/27/02	5.60
Photocopies	03/27/02	.10
Photocopies	03/27/02	1.80
Photocopies	03/27/02	5.60
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00

NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 546

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	2.00
Telephone Calls (tolls only)	03/27/02	2.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Telephone Calls (tolls only)	03/27/02	1.00
Overtime - Secretarial	03/28/02	24.00
Transceiver	03/28/02	.20
Photocopies	03/28/02	.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 547

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/28/02	.10
Photocopies	03/28/02	.40
Photocopies	03/28/02	3.50
Photocopies	03/28/02	1.90
Photocopies	03/28/02	5.20
Photocopies	03/28/02	1.80
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Telephone Calls (tolls only)	03/28/02	1.00
Overtime - Clerical	03/28/02	48.00
Photocopies	03/29/02	.60
Photocopies	03/29/02	8.00
Photocopies	03/29/02	.30

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 548

JUNE 11, 2002
BILL NO. 114994

Photocopies	03/29/02	.80
Photocopies	03/29/02	1.20
Photocopies	03/29/02	444.30
Photocopies	03/29/02	1.80
Telephone Calls (tolls only)	03/29/02	60.00
Telephone Calls (tolls only)	03/29/02	19.00
Telephone Calls (tolls only)	03/29/02	1.00
Telephone Calls (tolls only)	03/29/02	1.00
Telephone Calls (tolls only)	03/29/02	1.00
Telephone Calls (tolls only)	03/29/02	1.00
Telephone Calls (tolls only)	03/29/02	1.00
Telephone Calls (tolls only)	03/29/02	1.00
Telephone Calls (tolls only)	03/29/02	1.00
Transportation	03/29/02	11.00
Transceiver	04/01/02	8.80
Transceiver	04/01/02	9.90
Transceiver	04/01/02	20.90
Transceiver	04/01/02	.60
Transceiver	04/01/02	.60

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 550

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	2.00
Telephone Calls (tolls only)	04/01/02	2.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	2.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 551

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Telephone Calls (tolls only)	04/01/02	1.00
Transportation	04/01/02	25.50

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 552

JUNE 11, 2002
BILL NO. 114994

Transportation	04/01/02	37.74
Transportation	04/01/02	41.31
Transportation	04/01/02	41.31
Transportation	04/01/02	41.31
Transportation	04/01/02	20.40
Transportation	04/01/02	20.40
Photocopies	04/02/02	4.50
Photocopies	04/02/02	.60
Photocopies	04/02/02	11.40
Photocopies	04/02/02	.10
Photocopies	04/02/02	1.50
Photocopies	04/02/02	4.30
Photocopies	04/02/02	5.60
Photocopies	04/02/02	.80
Photocopies	04/02/02	.30
Photocopies	04/02/02	3.00
Photocopies	04/02/02	2.40
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 553

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Telephone Calls (tolls only)	04/02/02	1.00
Transceiver	04/03/02	.40
Photocopies	04/03/02	3.30
Photocopies	04/03/02	4.30
Photocopies	04/03/02	2.50
Photocopies	04/03/02	.10
Photocopies	04/03/02	.20
Photocopies	04/03/02	.60
Photocopies	04/03/02	1.80
Photocopies	04/03/02	2.40
Photocopies	04/03/02	2.20
Photocopies	04/03/02	.70
Photocopies	04/03/02	3.30
Photocopies	04/03/02	41.60

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 554

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/03/02	3.60
Photocopies	04/03/02	1.80
Transceiver	04/03/02	2.20
Transceiver	04/03/02	.80
Transceiver	04/03/02	12.00
Transceiver	04/03/02	4.40
Photocopies	04/03/02	.20
Photocopies	04/03/02	.10
Photocopies	04/03/02	1.40
Photocopies	04/03/02	4.00
Photocopies	04/03/02	9.90
Photocopies	04/03/02	2.20
Photocopies	04/03/02	.10
Photocopies	04/03/02	2.20
Photocopies	04/03/02	1.10
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00

[illegible]

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 557

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Telephone Calls (tolls only)	04/03/02	1.00
Transceiver	04/04/02	4.80
Transceiver	04/04/02	10.80
Transceiver	04/04/02	6.00
Photocopies	04/04/02	7.60
Photocopies	04/04/02	.40
Photocopies	04/04/02	5.80
Photocopies	04/04/02	3.80
Photocopies	04/04/02	79.00
Photocopies	04/04/02	8.80
Photocopies	04/04/02	2.70
Photocopies	04/04/02	12.50
Photocopies	04/04/02	1.80
Photocopies	04/04/02	1.90

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 558

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/04/02	1.20
Photocopies	04/04/02	.60
Photocopies	04/04/02	1.80
Photocopies	04/04/02	2.00
Photocopies	04/04/02	33.20
Photocopies	04/04/02	1.80
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	2.00
Telephone Calls (tolls only)	04/04/02	2.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	2.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00

NEW YORK, NY 10169-0075

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 560

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	2.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Telephone Calls (tolls only)	04/04/02	1.00
Air Freight	04/04/02	14.49
Air Freight	04/04/02	13.09
Air Freight	04/04/02	586.02
Air Freight	04/04/02	14.92
Air Freight	04/04/02	13.09
Transportation	04/04/02	38.25
Transceiver	04/05/02	8.10
Transceiver	04/05/02	2.90
Photocopies	04/05/02	1.50
Photocopies	04/05/02	7.20
Photocopies	04/05/02	.80

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 561

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/05/02	.30
Photocopies	04/05/02	.80
Photocopies	04/05/02	.20
Photocopies	04/05/02	8.10
Photocopies	04/05/02	4.30
Photocopies	04/05/02	4.00
Photocopies	04/05/02	16.10
Photocopies	04/05/02	.30
Photocopies	04/05/02	6.20
Photocopies	04/05/02	5.10
Photocopies	04/05/02	231.80
Photocopies	04/05/02	58.10
Photocopies	04/05/02	7.20
Photocopies	04/05/02	1.20
Photocopies	04/05/02	57.00
Telephone Calls (tolls only)	04/05/02	67.00
Telephone Calls (tolls only)	04/05/02	2.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 562

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Telephone Calls (tolls only)	04/05/02	1.00
Meals, Chargeable (dinners, lunc	04/05/02	25.25
Transportation	04/05/02	38.25
Transportation	04/05/02	38.25
Transceiver	04/08/02	1.20
Transceiver	04/08/02	2.40
Photocopies	04/08/02	18.60
Photocopies	04/08/02	1.80
Photocopies	04/08/02	3.00
Photocopies	04/08/02	1.80

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 564

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Telephone Calls (tolls only)	04/08/02	1.00
Transportation	04/08/02	17.34
Transportation	04/08/02	59.67
Transportation	04/08/02	48.96
Transportation	04/08/02	104.04
Photocopies	04/09/02	8.00
Photocopies	04/09/02	4.30
Photocopies	04/09/02	.50
Photocopies	04/09/02	5.00
Photocopies	04/09/02	.20

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 566

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Telephone Calls (tolls only)	04/09/02	1.00
Transceiver	04/10/02	.50
Photocopies	04/10/02	6.00
Photocopies	04/10/02	12.00
Photocopies	04/10/02	6.40
Photocopies	04/10/02	1.80
Photocopies	04/10/02	20.70
Photocopies	04/10/02	1.20
Photocopies	04/10/02	35.00
Photocopies	04/10/02	11.50
Photocopies	04/10/02	11.90

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 567

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Telephone Calls (tolls only)	04/10/02	1.00
Transceiver	04/11/02	.20
Photocopies	04/11/02	.40
Photocopies	04/11/02	1.20
Photocopies	04/11/02	3.60
Photocopies	04/11/02	.20
Photocopies	04/11/02	5.40
Photocopies	04/11/02	1.00
Photocopies	04/11/02	4.10
Photocopies	04/11/02	2.70

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 568

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/11/02	.30
Photocopies	04/11/02	2.50
Photocopies	04/11/02	8.40
Photocopies	04/11/02	.50
Photocopies	04/11/02	3.00
Photocopies	04/11/02	7.80
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Telephone Calls (tolls only)	04/11/02	1.00
Overtime - Clerical	04/11/02	48.00
Overtime - Clerical	04/11/02	48.00
Overtime - Clerical	04/11/02	72.00
Photocopies	04/12/02	.10
Photocopies	04/12/02	1.80

230 PARK AVENUE

JUNE 11, 2002

BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 570

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/12/02	1.00
Telephone Calls (tolls only)	04/13/02	10.00
Photocopies	04/15/02	.90
Photocopies	04/15/02	29.50
Photocopies	04/15/02	9.00
Photocopies	04/15/02	.70
Photocopies	04/15/02	2.00
Photocopies	04/15/02	7.60
Photocopies	04/15/02	5.10
Photocopies	04/15/02	4.30
Photocopies	04/15/02	.50
Photocopies	04/15/02	.50
Photocopies	04/15/02	.40
Photocopies	04/15/02	.90
Photocopies	04/15/02	3.20
Photocopies	04/15/02	13.60
Photocopies	04/15/02	.40
Photocopies	04/15/02	12.00
Photocopies	04/15/02	2.20
Photocopies	04/15/02	40.30

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 571

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/15/02	60.30
Photocopies	04/15/02	6.00
Photocopies	04/15/02	5.40
Photocopies	04/15/02	3.60
Photocopies	04/15/02	3.60
Photocopies	04/15/02	3.00
Telephone Calls (tolls only)	04/15/02	1.00
Telephone Calls (tolls only)	04/15/02	1.00
Telephone Calls (tolls only)	04/15/02	1.00
Transceiver	04/16/02	.20
Photocopies	04/16/02	3.40
Photocopies	04/16/02	9.50
Photocopies	04/16/02	.30
Photocopies	04/16/02	.20
Photocopies	04/16/02	.20
Photocopies	04/16/02	.80
Photocopies	04/16/02	.20
Photocopies	04/16/02	.10
Photocopies	04/16/02	1.40
Photocopies	04/16/02	3.50
Photocopies	04/16/02	.40

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 572

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/16/02	.80
Photocopies	04/16/02	1.20
Photocopies	04/16/02	2.00
Photocopies	04/16/02	.20
Photocopies	04/16/02	26.50
Photocopies	04/16/02	4.00
Photocopies	04/16/02	6.60
Photocopies	04/16/02	13.70
Photocopies	04/16/02	.10
Photocopies	04/16/02	4.80
Photocopies	04/16/02	13.10
Photocopies	04/16/02	33.40
Photocopies	04/16/02	9.60
Photocopies	04/16/02	6.00
Photocopies	04/16/02	1.20
Photocopies	04/16/02	6.60
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 573

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Telephone Calls (tolls only)	04/16/02	1.00
Air Freight	04/16/02	23.06
Air Freight	04/16/02	23.06
Air Freight	04/16/02	23.51
Food Service - Conference	04/16/02	361.51
Transceiver	04/17/02	2.40
Transceiver	04/17/02	.60
Transceiver	04/17/02	6.00
Transceiver	04/17/02	.20
Transceiver	04/17/02	.30
Photocopies	04/17/02	.70
Photocopies	04/17/02	.90

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 574

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/17/02	.20
Photocopies	04/17/02	.10
Photocopies	04/17/02	1.90
Photocopies	04/17/02	2.80
Photocopies	04/17/02	1.00
Photocopies	04/17/02	6.50
Photocopies	04/17/02	1.20
Photocopies	04/17/02	3.20
Photocopies	04/17/02	2.40
Photocopies	04/17/02	6.30
Photocopies	04/17/02	1.80
Photocopies	04/17/02	.50
Photocopies	04/17/02	4.00
Photocopies	04/17/02	.60
Photocopies	04/17/02	3.20
Photocopies	04/17/02	1.80
Photocopies	04/17/02	36.30
Photocopies	04/17/02	9.70
Photocopies	04/17/02	7.80
Photocopies	04/17/02	51.00

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 576

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/17/02	1.00
Telephone Calls (tolls only)	04/17/02	1.00
Telephone Calls (tolls only)	04/17/02	1.00
Telephone Calls (tolls only)	04/17/02	1.00
Photocopies	04/18/02	.40
Photocopies	04/18/02	.60
Photocopies	04/18/02	.90
Photocopies	04/18/02	1.00
Photocopies	04/18/02	2.60
Photocopies	04/18/02	2.10
Photocopies	04/18/02	17.60
Photocopies	04/18/02	4.40
Photocopies	04/18/02	16.40
Photocopies	04/18/02	1.80
Photocopies	04/18/02	5.60
Photocopies	04/18/02	4.00
Photocopies	04/18/02	5.40
Photocopies	04/18/02	1.80
Photocopies	04/18/02	1.80
Telephone Calls (tolls only)	04/18/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 577

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Telephone Calls (tolls only)	04/18/02	1.00
Photocopies	04/19/02	1.90
Photocopies	04/19/02	1.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 578

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/19/02	.90
Photocopies	04/19/02	4.00
Photocopies	04/19/02	8.80
Photocopies	04/19/02	3.60
Photocopies	04/19/02	.10
Photocopies	04/19/02	1.00
Photocopies	04/19/02	6.40
Photocopies	04/19/02	.20
Photocopies	04/19/02	6.00
Photocopies	04/19/02	2.80
Photocopies	04/19/02	10.00
Photocopies	04/19/02	3.60
Photocopies	04/19/02	7.20
Photocopies	04/19/02	12.00
Photocopies	04/19/02	11.40
Photocopies	04/19/02	9.00
Messenger Cost	04/19/02	11.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 579

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/19/02	1.00
Telephone Calls (tolls only)	04/21/02	1.00
Transceiver	04/22/02	.20
Photocopies	04/22/02	3.40
Photocopies	04/22/02	5.40
Photocopies	04/22/02	21.60
Photocopies	04/22/02	1.00
Photocopies	04/22/02	2.10
Photocopies	04/22/02	6.00
Photocopies	04/22/02	4.80
Photocopies	04/22/02	17.70
Photocopies	04/22/02	.90
Photocopies	04/22/02	1.70

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 580

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/22/02	24.00
Photocopies	04/22/02	.80
Photocopies	04/22/02	1.70
Photocopies	04/22/02	.10
Photocopies	04/22/02	.10
Photocopies	04/22/02	2.50
Photocopies	04/22/02	5.00
Photocopies	04/22/02	3.90
Photocopies	04/22/02	2.10
Photocopies	04/22/02	4.50
Photocopies	04/22/02	2.40
Photocopies	04/22/02	3.00
Photocopies	04/22/02	4.80
Photocopies	04/22/02	25.80
Photocopies	04/22/02	12.60
Photocopies	04/22/02	4.20
Photocopies	04/22/02	8.40
Photocopies	04/22/02	4.20
Photocopies	04/22/02	40.80
Photocopies	04/22/02	12.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 581

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/22/02	20.40
Photocopies	04/22/02	5.40
Telephone Calls (tolls only)	04/22/02	1.00
Telephone Calls (tolls only)	04/22/02	1.00
Telephone Calls (tolls only)	04/22/02	1.00
Telephone Calls (tolls only)	04/22/02	1.00
Telephone Calls (tolls only)	04/22/02	1.00
Telephone Calls (tolls only)	04/22/02	1.00
Lexis Research	04/22/02	28.00
Lexis Research	04/22/02	63.00
Lexis Research	04/22/02	47.00
Lexis Research	04/22/02	365.00
Lexis Research	04/22/02	236.00
Photocopies	04/23/02	3.90
Photocopies	04/23/02	4.20
Photocopies	04/23/02	2.00
Photocopies	04/23/02	7.90
Photocopies	04/23/02	8.50
Photocopies	04/23/02	3.00
Photocopies	04/23/02	4.80
Photocopies	04/23/02	4.20

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 582

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/23/02	32.60
Photocopies	04/23/02	12.00
Photocopies	04/23/02	5.40
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Telephone Calls (tolls only)	04/23/02	1.00
Photocopies	04/24/02	2.70
Photocopies	04/24/02	2.40
Photocopies	04/24/02	.70
Photocopies	04/24/02	5.30
Photocopies	04/24/02	2.40
Photocopies	04/24/02	12.60
Telephone Calls (tolls only)	04/24/02	1.00

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 583

JUNE 11, 2002
BILL NO. 114994

Telephone Calls (tolls only)	04/24/02	1.00
Telephone Calls (tolls only)	04/24/02	1.00
Telephone Calls (tolls only)	04/24/02	1.00
Telephone Calls (tolls only)	04/24/02	1.00
Photocopies	04/25/02	.90
Photocopies	04/25/02	6.10
Photocopies	04/25/02	.20
Photocopies	04/25/02	43.40
Photocopies	04/25/02	35.80
Photocopies	04/25/02	5.40
Photocopies	04/25/02	1.20
Telephone Calls (tolls only)	04/25/02	1.00
Telephone Calls (tolls only)	04/25/02	1.00
Telephone Calls (tolls only)	04/25/02	1.00
Telephone Calls (tolls only)	04/25/02	1.00
Telephone Calls (tolls only)	04/25/02	1.00
Telephone Calls (tolls only)	04/25/02	1.00
Telephone Calls (tolls only)	04/25/02	1.00
Photocopies	04/26/02	9.20
Photocopies	04/26/02	16.80

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 584

JUNE 11, 2002
BILL NO. 114994

Photocopies	04/26/02	4.70
Photocopies	04/26/02	1.10
Photocopies	04/26/02	1.80
Messenger Cost	04/26/02	11.00
Telephone Calls (tolls only)	04/26/02	1.00
Transportation	04/26/02	38.25
Transportation	04/26/02	23.00
Photocopies	04/29/02	.60
Photocopies	04/29/02	9.00
Photocopies	04/29/02	1.80
Photocopies	04/29/02	2.60
Photocopies	04/29/02	.30
Photocopies	04/29/02	2.60
Photocopies	04/29/02	7.20
Photocopies	04/29/02	.50
Photocopies	04/29/02	3.30
Photocopies	04/29/02	291.30
Travel-Out of Town-lodging,etc	04/29/02	111.00
Travel-Out of Town-lodging,etc	04/29/02	457.30
Travel-Out of Town-lodging,etc	04/29/02	871.23

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 585

JUNE 11, 2002
BILL NO. 114994

Travel - Air Fare	04/29/02	1,381.60
Telephone Calls (tolls only)	04/29/02	1.00
Telephone Calls (tolls only)	04/29/02	1.00
Telephone Calls (tolls only)	04/29/02	1.00
Telephone Calls (tolls only)	04/29/02	1.00
Telephone Calls (tolls only)	04/29/02	1.00
Telephone Calls (tolls only)	04/29/02	1.00
Air Freight	04/29/02	26.00
Air Freight	04/29/02	197.64
Transportation	04/29/02	51.51
Transceiver	04/30/02	2.40
Transceiver	04/30/02	8.40
Photocopies	04/30/02	3.00
Photocopies	04/30/02	.30
Photocopies	04/30/02	1.30
Photocopies	04/30/02	.10
Photocopies	04/30/02	3.60
Photocopies	04/30/02	.60
Photocopies	04/30/02	3.00
Photocopies	04/30/02	10.20
Photocopies	04/30/02	.30

230 PARK AVENUE

JUNE 11, 2002
BILL NO. 114994

[illegible]

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.

230 PARK AVENUE
NEW YORK, NY 10169-0075

Client/Matter: 90302/0001
Page 587

JUNE 11, 2002
BILL NO. 114994

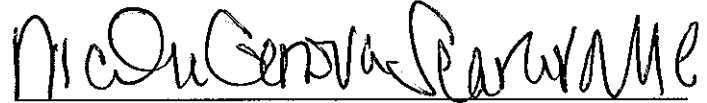
Telephone Calls (tolls only)	04/30/02	2.00
Telephone Calls (tolls only)	04/30/02	2.00
Telephone Calls (tolls only)	04/30/02	2.00
Telephone Calls (tolls only)	04/30/02	2.00
Telephone Calls (tolls only)	04/30/02	2.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00
Telephone Calls (tolls only)	04/30/02	1.00

TOTAL DISBURSEMENTS	44,829.69
---------------------	-----------

TOTAL THIS STATEMENT	\$ 1,199,859.19
----------------------	-----------------

CERTIFICATE OF SERVICE

I, Nicole Genova-Scaravalle, certify that on June 17, 2002, I caused a copy of the attached **Application** to be served upon the parties identified on the attached Service List, via Federal Express, next day delivery.

A handwritten signature in black ink, appearing to read "Nicole Genova-Scaravalle", written over a horizontal line.

Nicole Genova-Scaravalle

SERVICE LIST

Janet Kelley, Esq.
General Counsel
Kmart Corporation
3100 West Big Beaver Road
Troy, Michigan 48084

Robert H. Scheibe, Esq.
Jay Teitelbaum, Esq.
Morgan Lewis & Bockius
101 Park Avenue
New York, New York

Richard M. Cieri, Esq.
Jones, Day, Reavis & Pogue
901 Lakeside Drive
Cleveland, Ohio 44114

John Wm. Butler, Jr., Esq.
Skadden, Arps, Slate, Meager & Flom
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606

Jeff Marwil, Esq.
Brian Swett, Esq.
Katten Muchin Zavis
525 West Monroe Street, Suite 1600
Chicago, Illinois 60661

Kathryn M. Gleason, Esq.
United States Trustee
U.S. Trustee, Region 11
Northern District of Illinois
227 West Monroe Street, Suite 3350
Chicago, Illinois 60606

Glenn B. Rice, Esq.
Otterbourg, Steindler, Houston & Rosen P.C.
230 Park Avenue
New York, New York 10169

Kenneth E. Newman, Esq.
Senior Vice President & Regional Director
The Walt Disney Co. (Buena Vista Home Video)
77 West 66 Street
New York, New York 10023

Gary H. Shapiro, Esq.
Senior Vice President & General Counsel
Euler American Credit Indemnity
100 East Pratt Street
Baltimore, Maryland 21202